



CITY OF FALLS CHURCH

MEMORANDUM

TO: Chair Lawrence and Members of the Planning Commission

FROM: Suzanne M. Cotellessa, AICP, General Manager, Development Services/Planning Director

Elizabeth S. Perry, AICP, Senior Planner

DATE: February 11, 2009

SUBJECT: Planning Commission Recommendation to City Council
Special Exception Amendment, Application 20080959
Resolution Amending And Reenacting Resolution 2008-17 Amending Special
Exception SE04-0162 For Mixed Use Development At 400-412 South Maple
Avenue, Known As "500 South Maple Avenue" To Atlantic Reality Companies,
Inc. And Their Successors (Pearson Square) (TR8-60)

SUMMARY:

The applicant – owner of and broker for 410 S. Maple Avenue (Pearson Square) – is petitioning for a special exception amendment to allow retail service and business, professional, medical and dental office uses to occupy a portion of the building's first floor space specifically designated for retail use under special Resolution 2004-30, which granted the Special Exception for the 500 Maple Avenue/Pearson Square mixed-use project.

Staff recommends that the Planning Commission forward a recommendation that the City Council approve a special exception amendment to allow up to 8,000 square feet (which is approximately 50% of the first floor commercial space at 410 S. Maple) for retail service and/or business, professional, medical and dental offices uses, with the limitation that of this 8,000 square feet, no more than 2,400 square feet may be occupied by business and professional office uses, and that no more than 2,400 square feet may be occupied by medical or dental office uses.

BACKGROUND:

In July 2004, the City Council approved Special Exception SE 04-0162 to allow a mix of uses, including residential, on property zoned B-3, located in the 400-500 block of S. Maple Avenue. The project, as a whole, was known and referred to by the address 500 S. Maple Avenue and

included a 230-unit residential building (herein referred to herein as Pearson Square) and an office building (herein referred to as the Tax Analysts building), both with first floor commercial space specified for retail use. The site plan was subsequently approved in December 20, 2004, and the project constructed by Atlantic Reality Companies. The office building was sold to Tax Analyst Inc.; Transwestern currently owns Pearson Square. Although separate entities, the buildings are bound to the special exception conditions and site plan conditions that facilitated their development; most notably, a shared parking agreement.

The special exception resolution stated, in relevant part, that the first floor commercial space shall consist of 25,400 square feet of "retail space which will include an eatery." Pearson Square contains approximately 19,272 of the required 25,400 square feet of first floor commercial space, and, as part of the Voluntary Concessions, Terms and Conditions associated with the approved special exception, the applicant agreed to lease approximately 3,000 square feet of this space at a reduced rate for a period of ten (10) years for use as flex-arts space.

According to the information provided in the original application (Attachment 1), the applicant has been leasing the subject property since early 2008. At the end of January 2009, approximately 82% of the residential 230 residential units of Pearson Square had been leased; however, approximately 16,272 square feet of first floor retail space (which is the total square footage minus the 3,000 square feet of flex arts space) remains unleased. In the application materials, the applicant states that it has been challenging to secure retail tenants given the current economic climate, and that the property is currently considered a "secondary" location in Falls Church (compared to Broad Street or Washington Street corridors).

The application was presented to Council on November 10, 2008, and referred by Council to the Planning Commission and the Economic Development Authority (EDA). However, at that time, the applicant was requesting a special exception amendment to allow only retail service uses and/or medical office use in the first floor commercial space designated for retail use in the special exception resolution. The application has since been modified by a January 23, 2009 letter from the applicant (Attachment 2) to request that retail/service and/or business, professional, medical and dental office uses be permitted. Because of the change to the application, the Planning Commission public hearing was deferred to February 17, 2009 to allow for the required newspaper advertisements and notices to adjacent property owners.

It is noted that the request to allow for more flexibility in potential tenants has been the subject of several previously approved special exception amendments associated with mixed-use projects. . For example, April 14, 2008, Council approved a similar special exception amendment for the Tax Analysts building. For eighteen months a real estate brokerage firm had tried to lease the retail space, without success. The amendment was approved to allowed medical office uses and/or retail service uses to occupy up to 40% of the total ground-floor commercial space originally reserved for retail use. The first floor commercial space of the Tax Analysts building is currently occupied by a dental office, and a potential restaurant tenant is pending.

STAFF ANALYSIS

In a recent meeting with Planning staff, the applicant proposed, with concurrence of staff, that additional uses be permitted within the 19,000 square feet of first floor commercial space, with

limitations. Staff recommends approval of up to 8,000 square feet for retail service uses, and/or business, professional, medical and/or dental office uses, with the limitation that of this subject 8,000 square feet, no more than 2,400 square feet to be for business or professional office use, and no more than an additional 2,400 to be for a medical or dental office use.

The special exception amendment to allow more flexibility in the tenant mix for up to 8,000 square feet constitutes approximately 50% of the ground floor commercial space available in the Pearson Square residential building, after subtracting out the 3,000 square feet of space that is going to be leased as flex-arts space. In this way, the split between retail and retail/service would be a 50-50 split for the first ten years, which is the term of the lease for the flex-arts space. After the ten year lease commitment, the proposed split of square footage ensures that retail uses are more likely to occupy 60% of the first floor commercial space over the longer-term.

In addition, the applicant has indicated that they may consider short-term (10 year) leases for those uses that are not retail or restaurant uses as another means of providing for a higher percentage of the preferred uses over the longer-term.

Parking

Because the first floor commercial space of the 500 S. Maple project met the Code definition of a "shopping center," the development was parked at the shopping center ratio of 1 space per 250 square feet – regardless of the use. Therefore, allowing more variety in the permitted uses does not result in a parking deficit.

FISCAL IMPACT:

Minor. Using the City's fiscal impact model assumptions, medical offices have been projected to generate more net revenue than average retail users. The model separates out retail, office and medical/dental uses for cost and revenue modeling purposes. For example, office and retail/service per square foot values are similar in the mid \$260's while the medical/dental is about 30 % higher at about \$380 square foot in assessed value.

TIMING:

The EDA reviewed the application, as amended by the January 23, 2009 letter, on February 3, 2009. The EDA recommendation on the application is pending.

The special amendment application has been scheduled for a March 2, 2009 Council work session. (Prior to the modification to the application, it was scheduled for a February 23, 2009 Council public hearing; therefore, staff will be recommending that the public hearing be deferred to March 9, 2009.) If recommendations are available, staff will also transmit the recommendation of Planning Commission and the EDA to the Council at the February 23, 2009 public hearing.

ATTACHMENTS

1. Application
2. Letter from applicant amending the application

**RESOLUTION AMENDING AND REENACTING RESOLUTION ~~2004-30~~
~~2008-17~~ GRANTING AMENDING SPECIAL EXCEPTION SE04-0162 FOR
MIXED USE DEVELOPMENT AT 400-412 SOUTH MAPLE AVENUE (~~RPC#~~
~~52-309-023~~), KNOWN AS "500 SOUTH MAPLE AVENUE" TO ATLANTIC
REALTY COMPANIES, INC. AND THEIR SUCCESSORS (PEARSON
SQUARE)**

- WHEREAS, on May 12, 2003, City Council adopted Ordinance 1734, which amended Chapter 38, "Zoning", of the Code of the City of Falls Church to amend the special exception process within the business districts to allow for appropriate mixed-uses by special exception; and
- WHEREAS, an application for a special exception has been submitted by Atlantic Realty Companies, Inc. (the Developer) pursuant to Section 38-23(c) in conformance with the procedure set forth in Section 38-4(f) of the City Code requesting mixed-use development for the property located at 400-412 South Maple Avenue referred to as "500 South Maple Avenue" which is a proposed development consisting of proposed mixed-use project includes a total of 230 residential condominiums at 320,000 square feet (215+ market rate dependent upon up to 15 Affordable Dwelling Unit condos), a total 100,400 square feet of commercial use consisting of 75,000 square feet of office space, 25,400 of retail space which will include an eatery;
- WHEREAS, the proposed site of "500 South Maple Avenue" currently consists of two buildings - a duckpin bowling alley and a warehouse: and
- WHEREAS, the request for the special exception and its amendments thereto has also been referred to various boards, commissions, and community business organizations for comment; and
- WHEREAS, the application for this special exception has been referred to the Planning Commission which conducted public hearings on June 21, 2004 and July 19, 2004, and unanimously recommended the approval of the project to City Council and this recommendation has been received and considered; and
- WHEREAS, City Council has duly advertised and conducted public hearings to receive public comment on the request for this special exception with public hearings were held on May 10, 2004, May 24, 2004, July 12, 2004 and July 26, 2004; and
- WHEREAS, City Council has considered the application, requirements of Section 38-4 of the City Code, the recommendation of the Planning Commission, comments from boards and commissions, and public comments; and

- WHEREAS, City Council considered the subject property's unique characteristics and the community benefits derived as a result of the subject property's proposed development, and determined that this particular project is acceptable for this parcel at this time, with the understanding that a similar project might not be appropriate on another parcel; and
- WHEREAS, City Council considered state law regarding special exceptions, specifically, that special exceptions may be granted by the local governing body subject to conditions pursuant to Code of Virginia Sec. 15.2-2286(A)(3) that allows their issuance "under suitable regulations and safeguards" and that each special exception case shall rest on its own merits and the uniqueness of each piece of land; and in particular, that the ratio of commercial and residential uses approved herein are unique to this site; and
- WHEREAS, City Council also considered the public interest in improving the subject property as part of overall economic development efforts to stimulate commercial redevelopment and enhance the commercial tax base to support City services; and
- WHEREAS, the Developer has submitted the "Voluntary Concessions, Terms and Conditions for 500 South Maple Avenue", (Developer's Voluntary Concessions) dated July 21, 2004 and revised July 9, 2007 to the City in order to further ensure consistency with the City of Falls Church's Adopted Comprehensive Plan and Policies, including the Affordable Dwelling Unit, Undergrounding and Streetscape Policies, and to mitigate traffic, school capital costs, recreation/park and mass transit impacts; and
- WHEREAS, City Council, in accordance with the Developer's Voluntary Conditions, shall consider the final determination on the appropriate mix of affordable dwelling units within the project and/or funding for other needed affordable dwelling unit projects in the City no later than December 1, 2004; and
- WHEREAS, City Council finds that the proposed project has met all the primary criteria as listed in Section 38-4 (f) (4) (a) of the Falls Church City Code as follows: 1) that the resulting development conforms with the City's adopted Comprehensive Plan and Design Guidelines; 2) that the resulting development provides for significant net new commercial square footage and allows for a mix of commercial and residential uses; and 3) that the resulting development provides substantial positive net new commercial and residential revenue to the City; and
- WHEREAS, City Council finds that the secondary criteria as listed in Section 38-4 (f) (4) (b) of the City Code have also been met substantially, specifically the resulting development is not disproportionate to surrounding land uses and planned land uses in size, bulk, or scale; does not overburden the existing community facilities, including the school, transportation, and water and sewer systems; provides community benefits, such as affordable housing, as described in Section 38-43;

contributes to a vibrant, pedestrian-oriented environment, both on-site and in relation to adjoining properties, with street level activity throughout the day and evening; offers creative use of landscaping, open space and/or public parks, and walkways connecting to adjoining properties; provides a variety of commercial services and products that are attractive to and meet the needs of all city residents for entertainment, art, recreation, dining, retail, and an array of consumable goods; encourages local or independent businesses; encourages multi-modal transportation through design and other techniques, to reduce the reliance on single-occupancy vehicles, and supports vicinity sheltered stops for mass transit whenever feasible.

NOW, THEREFORE, in consideration whereof, pursuant to Section 38-23 (c) of the Falls Church City Code, it is hereby RESOLVED by the Council of the City of Falls Church, Virginia, that Resolution 2004-30 and Special Exception SE04-0162 for mixed use are hereby amended, granted and approved for 400-412 South Maple Avenue to allow residential development within mixed-use development projects, subject to the following conditions:

1. The Developer's Voluntary Concessions, Terms and Conditions for the 500 South Maple Avenue" Special Exception Development dated July 21, 2004 and revised July 9, 2007 (Resolution 2007-14) is incorporated herein by reference and marked as Exhibit No. 1; all the terms and conditions thereof shall be a condition for the issuance and approval of the Special Exception; and the City Manager is hereby authorized and directed to execute the Developer's Voluntary Concessions, Terms and Conditions on behalf of the City.
2. City Council, in accordance with the Developer's Voluntary Conditions, shall consider the final determination on the appropriate mix of affordable dwelling units within the project and/or funding for other needed affordable dwelling unit projects in the City no later than December 1, 2004.
3. The development of the site shall be in accordance with the Concept Site Plans, elevations and other related plans and exhibits, dated July 2, 2004 that allows up to (two hundred and thirty) 230 residential units, with a minimum of 100,400 square feet of commercial use consisting of 75,000 square feet of office space, 25,400 of retail space which will include an eatery. The retail space on the first floor of the office building at 400 S. Maple Avenue, owned by Tax Analyst Inc. may include medical office uses and/or service uses up to a maximum of forty percent (40%) of the total building retail space. Additionally, such medical office uses and/or service uses shall be limited to occupying a maximum of approximately thirty percent (30%) of the retail storefront linear area measured only along the S. Maple Avenue street frontage for the total first floor retail space. **The retail space on the first floor of the residential building at 410 S. Maple Avenue (Pearson Square), owned by Transwestern and their successors may include up to**

8,000 square feet for retail service uses, and/or business, professional, medical and/or dental office uses, with the limitation that of this subject 8,000 square feet, no more than 2,400 square feet to be for business or professional office use, and no more than an additional 2,400 to be for a medical or dental office use.

4. The construction of the commercial space, with the possible exception of customized tenant improvements, shall occur concurrently with the construction of the residential portion of the project, pursuant to the Voluntary Concessions, Terms and Conditions for "500 South Maple Avenue" dated July 21, 2004 and revised July 9, 2007. The Developer shall use due diligence to market the retail and commercial space for occupancy concurrent with residential occupancy.
5. The designation of affordable dwelling units, as set forth in the Developer's Voluntary Concessions, Terms and Conditions shall be memorialized by restrictive covenants and recorded among the land records of Arlington County.
6. Construction of this project shall commence within three (3) years from date of adoption of this resolution.
7. Violation of any of the conditions of this special exception shall be grounds for revocation of the special exception by City Council.
8. Should the developer sell its interests, rights, approvals, or convey a controlling interest to its respective corporations, any purchaser or successor of such interests, rights, approvals, or controlling interest shall be bound by the terms and conditions contained herein, and that no material amendment to these terms shall be considered by the City of Falls Church.
9. All other terms and conditions of Resolution 2004-30 and as revised by Resolution 2007-14 which are not inconsistent herewith, remain in full force and effect.

1st Reading: 11-10-08

2nd Reading: 12-8-08 (continued to 1-12-2009; 2-23-2009; and 3-9-2009)

Adoption:

(TR8-60)



To: Gary Fuller
Principal Planner
Planning Division
City of Falls Church
300 Park Avenue
Falls Church, Virginia 22046

Date: September 4, 2008

RE: Request for Special Exception for Service Retail Use for Pearson Square, 500 South Maple Avenue, Falls Church, Virginia

Project Update/Overview:

Completed in 2007, Pearson Square is a mixed-use project with 230 residential condominium apartments and approximately 19,000 square feet (SF) of restaurant and retail space. The project was originally approved as part of a larger mixed use development with 75,000 SF of office with an additional 6,600 SF of retail space on the first floor. The office building and retail space was sold to the Tax Analysts in 2005, making it a separate operating entity; however some of the parking restrictions carried over from the original approval process. We currently have an excellent relationship with the Tax Analysts and endeavor to work together on our shared responsibilities.

There are two major responsibilities that have conveyed with the property. First, we must fulfill a 3,000 SF flex-use arts space requirement at a substantially reduced rental rate of \$10 per square foot NNN for 10 years. Second, we have 15 Affordable Dwelling Units in the residential building that we are required to lease at substantially reduced rates. These units are all leased at this time. The entire building residential occupancy is 50%. We have no leases signed for the retail space.

Current Status of Art Requirement:

To satisfy the 3,000 square foot arts requirement, the landlord is completing a transaction with Creative Cauldrons, a non profit arts organization "providing educational workshops in the performing and visual arts for children and adults." This will create a significant amount of day-time traffic of parents dropping off and picking up their kids. With retail parking available in the building as well as short term parking along South Maple, parents will find it convenient to drop off their dry cleaning, schedule a salon visit or other appointments while their child is occupied.

They may even have a chance to enjoy a cup of coffee or grab an early lunch at one of the planned restaurants in the project.

Pearson Retail:

Current Retail Market Conditions:

Retail brokers in Falls Church are finding it more difficult to entice regional and national retailers into projects because of several factors. The poor economic climate means many national chains are scaling back or putting their expansion plans on hold. Falls Church also suffers from lack of office density for tenants whose business is dependant on daytime traffic. Furthermore its' close proximity to Tyson's Corner and the Rosslyn-Ballston corridor means many tenants skip over Falls Church as an expansion location. This, combined with the retail service use restrictions, has created significant leasing hurdles at all of the new retail projects throughout the City.

Location of Retail Development:

The Pearson would be considered a secondary location in Falls Church in the current real estate environment. South Maple Avenue, however, is the gateway from the south to downtown Falls Church and the new City Center project. We are early to the market and expect visibility and interest to increase when City Center becomes a reality. The project lies just off Lee Highway in one of the busiest areas of the City. To support the residents and local employees' needs, allowing convenience services such as dry cleaning, small fitness and/or yoga studio, tailor, or light medical use (similar to the dentist's office in the adjacent building) is important. Allowing more service uses will only contribute to the synergies created when the City Center project and others come online in the next few years.

Rental Rate:

Because of the current economic climate and the Pearson's location in the Falls Church City sub-market, we are quoting rental rates approximately ~~25% below the~~ per square foot rental rates on Broad Street. The Pearson quoted rental rate is \$29.50 NNN and with a standard incentive package based on market factors and the tenant strength. We will complete five to seven year terms, in order to maintain flexibility in the future. We are reserving the option to upgrade our tenant mix as the new projects and density that Falls Church City has planned come on line.

We have attached a layout, and leasing plan with service use categories.

Marketing Activity

Transwestern Retail has been leasing this property since early 2008. The Pearson is on a rotation of outgoing emails on a bi-monthly basis from the Transwestern internal marketing department. Transwestern retail maintains a robust data base of brokers and end users that receive the marketing emails. Building signage has generated many calls on the project. Further, we have

marketed the project at industry events including ICSC/Vegas and ICSC/Mid-Atlantic and post the project weekly on www.craigslist.org.

We have a web-site for the project located at http://www.tretail.com/pearson_square.htm. All outgoing communications include a link to the website where you can find floor plans, photos, maps, demographics, and other valuable building information. We also have a full color marketing package that we use in all tours and presentations.

You will find attached a copy of our leasing activity report and a copy of our full color marketing package.

Summary:

The owner and broker for The Pearson are requesting a Special Exception Amendment to allow for up to 9636 square feet in the project be leased to either category below:

- 1.) Retail/Service is generally defined as an establishment that provides services as opposed to products exchanged for purchase and removed from the premise.
- 2.) Medical Office is generally considered a doctor or dental office that provides services.

The current restrictions on retail uses are hampering our ability to lease the retail space and therefore generate tax revenue for the City of Falls Church.

Submitted by:

Ann C. McLean
Vice President, Retail Services Group
Transwestern
1667 K Street, NW
Suite 300
Washington, DC 20006

Pearson Activity Report
UPDATED: September 26, 2008

Tenant	Contact Info	SF	Notes
Children			
Gymboree	Brian Hill (703) 506-2850 x 440	2,500	
JW Tumbles	Karen Elsbury 202-420-7766	2,000-3,000	Broker sent information to owner. Left follow up message 9/17
Home Goods			
Le Gourmet Chef	Larry White 740-773-9150 x0607	4,000	Left message with Larry, 9/24.
Full Service Restaurant			
Panchero's	Mike Meliker 301-641-6929	3,000-4,000	Not looking for new locations at this time.
Restaurant & Brewery	Greg Hull 301-255-0099	10,000	Interested. Showing site to client.
Grand Cru Wine Bar and Euro Café	Troy Thorpe 703-282-0173 703-243-7900	2,000-3,000	E-mailed site; 9/9, not looking to expand at this time
RA Sushi Bar	Kevin Murray 305-702-2875	4,000-6,000	Sent site to broker & Kevin.
Bice Ristorante	Raffaele Roggeri 305-891-2265	Varies	Left message and emailed site 9/17. Out of Office until 9/22.
Green Turtle	Jim McGinnis 301-651-8142	6,000	Broker has clients who are interested, will contact us next week, 9/15.
Firkin Brewery	Glen Ulick (410) 625-4205	4,000	Client is moving very slowly. Waiting on response from corporate regarding their level of interest.
Coyote Grill	Rob Weeks (703) 442-4500	3,000	Tenant is focusing on other location; may be interested if economics are good enough. Drafted Proposal.

Austin Grill (Thompson Hospitality)	Sean O'Quinn 703-964-5507	2,000-4,000	Transwestern has been hired to represent Marvelous Market and Austin Grill Express; we will put site in front of them.
Stir Crazy	Rob	6,000	
Quick Service Restaurants			
Cereal Bowl	Gary Taubin Jessica Ordona 301-652-8020	1,500	
Backyard Burgers	Terri Grefl 615-620-2300		Left message and emailed site for consideration.
Smash Burger	303-633-1500 realestate@mymashburger.com		Left message and emailed sites. Left Message 9/17
Krispy Kreme	Danny Coke 336-726-8970	1,500	No response from Danny.
Fractured Prune (Donuts)	Greg Hull 301-255-0099	1,200	Focusing on those prior to expanding. Three open
Fuddruckers	Kelly Noriega 512-275-0400 realestate@fuddruckers.com	5,000	Emailled site to corporate for consideration and they pass along to franchisees. No response from Kelly regarding site.
Cheeseburger Cheeseburger	Jim McGinnis 301-651-8142	2,500	Broker has clients who are interested, will contact us next week, 9/15.
Panda Express	David Luo 626-372-8526		Re-sent the information to the regional VP of real estate.
Dairy Queen	Jordan Rabin 202-420-7778	1,500	Left message with Jordan, 8/28. Emailled site for consideration.
Salsarita's	Chris Pamboukian 571-437-4524	4,000	Showing to franchisee. Following up.
Angelico's	Jon Greene 703-342-7059	2,500	On Hold.
Coffee			
Bigby Coffee	Sandy Greene 248-709-6446	1,200	Left Message 9/16
Dunkin Donuts	Chris Pamboukian 571-437-4524 chris@tetrpartners.com	1,500 – 2,000	Likes site and may be interested if site is for sale. Drafting proposal with option to buy.

Daily Grind	Mike Schofer (703) 847-0865 / (301) 404-2061	800-1,200	Emailed site information for their consideration; Owners are looking at a number of sites; will re-visit. Left message 9/24
Miscellaneous Services			
Gallery Group	Karen Elsbury (202) 420-7766	1,200-1,500	Toured Site. Sent marketing info.
Curious Grape	Suzanne 703-671-8700	1,500	Spoke with Owner and e-mailed site, 9/9; Left message 9/24
Grape Juice Wine Shop	Joy 703-536-9463	1,500	Opening new restaurant; Not looking at this time
Church Street Cellars	Mark Heider 703-255-0550 wine@churchstcellars.com		Left name and number; sent site via e-mail 9/9
Curves	Kathryn Smith 800-848-1096 ext: 2221	2,000-3,000	Contacting local Owner to see if they are interested in expanding.
Parcel Plus	Kimberly Wilcox 866-662-5553	1,200 – 1,500	We need to contact indiviual franchisees.
Scott Trade	Bryan Gray 703-525-6035	1,500-2,000	Not looking in that area at this time
Huntington Learning Center	Kathy or Maureen 703-541-2211	2,000	Sent information via email, 9/5.
Successlab Learning Center	David Beale (703) 467 9600	2,000	Left message and sent information via email, 9/4.
Kindercare Learning Center	Don Moore 770-578-3011	2,000	Left message and emailed information, 9/5.
Color Wheel	Charlie Boswell 703-734-0463	2,000-3,000	Left follow up message
Ballet Petite	Patricia 301-229-6882	2,000-4,000	Spoke with Patricia, owner not in but sent information via email.
Hallmark	Lizanne Kile 301-829-8862 1-800-425-5627	2,000-3,000	Contacting corporate to see if they are interested. Also left a message with Lizanne who has worked with them in the past.; left message 9/24
My Weight Doctor	Sean 301-637-6316	3,000-4,000	Left message with Sean and e-mailed site.

Inactive Prospects

Full Service Restaurant				
Buffalo Wings & Beer	Andrew Einsman 301-351-1717	5,000	Owner is not looking at new real estate at this time.	
Full Service Restaurant	Scott Hinkle 703-683-2700	3,500-4,000	Chef is not going to pursue anything at this time.	
Guapo's	George Petros 202-466-2200	5,000	Only looking in Rockville at this time.	
Buffalo Wild Wings	Rob Weeks 703-442-4500	5,000	Not looking at new sites at this time. He said to follow up with him in a few months.	
Houlihan's Restaurant	Mike Morris - Sierra Realty (212) 254-0754	6,000-7,000	Not interested in the Falls Church market.	
Kildares/Doc's	Liz Cohane, McDevitt 215-454-4126	6,000	Not looking in this part of Virginia; Charlottesville, Blacksburg.	
Chevy's	Jacob Manovitch 240-606-7436	4,000	Want to be in center with lots of parking and other national restaurants.	
Generous George's	Shary Thur 703-879-4960	4,000	On hold until Herndon location is open.	
Franklin's	Mike Franklin 301-927-2740	6,000	Restaurant and general store in Hyattsville. May be interested but has to be \$20 rents with \$100 in TI.	
Anita's	Dave Phippen 703-568-2864	2,500	Not interested in expanding at this time.	
Café Asia	Bobbi Moffett 703-847-3118	10,000	Discussed with their broker and submitted the site for their consideration; not interested in this market.	
Glory Days	Jay Donegan 703-506-1720	6,000	Tenant is not looking in that market at this time.	
Mamma Lucia	Kert Jennings (571) 236-3875	4,000	Conducted windshield tour; Left follow up message 8/20.	
EVO Bistro	Melissa Webb	3,000-4,000	Not looking to expand in that market	

	(571) 382-1227		at this time. Needs to be more urban.
Eggspectation	Jim Farrell 202-730-2008	4,000-6,000	Sent marketing to broker for consideration. Left follow up message, 8/20; not looking at this time; expanded too fast.
First Watch	Larry Hoffman 301-656-3030		Closing locations; not looking to expand.
Longhorn Steakhouse	Angie Trosper 301-652-9020	6,000	Left message with broker, 8/20; Not looking to expand too close to store at 50 & 28.
Sakura	Bob Schwenger 301-657-7331	4,000-6,000	Emailed site to broker for consideration; he will show to client. Said tenant is on the sidelines right now.
Buffalo Wing Factory	Sean Duffy 703-722-2709	7,000	Spoke with broker; tenant is focusing on other locations at this time. He will start looking in a few months.
Black Angus Steakhouse	Richard Ceccone 301-654-2211	7,000	Spoke with Broker; tenant is not currently expanding in the DC market at this time.
Buffalo Wings and Rings	Dan Doulen	4,000-6,000	Interested but not looking until they have franchisee in place.
Modern Gastro Pub	Richard Benswanger 301-367-3535	3,000-4,000	Not looking in Falls Church but will keep it in mind.
El Tio's Grill and Restaurant www.lostogrill.com	(703) 299-9290	4,000-5,000	Discussed; not interested in expanding at this time.
Evening Star Café	Michael Babin (571) 213-1960	4,000-6,000	Left VM. Sending information. Focusing on other location in Arlington and Alexandria.
Union Jack's	Gary Ouillette 301-652-2561		Left message with Shauna. Will follow up next week.
Mad Fox Brewery	Dave Dochter, Christina Davies (Cushman) 202-739-0387	10,000	Focusing on other locations.
Restaurant Bonaroti	Sergio Domestici		Had signed purchase agreement. Not

	703-281-7550 www.ristorantebonaroti.com		Interested in leasing.
Vietnamese Restaurant	Trimark		Toured and considering
McAlister's Pub	Steve Ritz		Franchisee looking for location.
Quick Service Restaurants			
Firehouse Subs	Joe Kampa 703-860-1559	1,200	Company is having trouble getting franchisees and subsequently is not expanding at this time.
El Pollo Loco	Larry Hoffman (973) 265-8605	4,000	Emailed site for consideration, 9/10. Following up.
Lenny's Subs	Greg Goldberg 703-698-4034	1,200	Tenant is not active; no franchisees and tough market.
Atlanta Bread Company	Joey 703-444-4360	3,000-4,000	Signing on second location. Check back at the end of the year.
Charley's Grilled Subs	Bradley Buslik 240-483-3609	1,500	Tenant is not doing anything these days due to economy and lack of franchisees.
Maggie Moo's	Rich Ansellern 301-652-9020	800-1,200	Emailed site for consideration; Following Up with broker.
Qdoba	Ryan Wilner	3,000	Qdoba is not interested in expanding in that market at this time.
Ledo Pizza	Jack DeVillers 571-382-2053	4,000	Spoke with broker; tenant is not looking in that market at this time.
Snowberry	(800) 979-5390 ceo@snowberryusa.net	800-1,200	Emailed site for consideration, 7/30; Following Up
Cold Stone Creamery	Joe Fleishman (410) 435-4000	800 - 1000	Discussed; only looking in DC at this time.
Ben and Jerry's	Chris Muller (616) 881-2888 / (202) 441-2112 chris@mretail.com	800-1,000	Not looking in Falls Church market at this time
Haagen Dazs	(800) 793-6872 realestate@icecream.com	800-1,000	Discussed, not looking in Falls Church market, prefer urban or indoor mall locations.
Bread & Chocolate	Ted Manousakis 703-549-3700 x11	2,000	Left VM with Ted. Emailed information on 7/10

	703-549-7424 x101		
Gifford's Ice Cream	Neal Lieberman neal@giffords.com 800-708-1938		Send information via email. Not currently looking in that area.
Boston Market	Marcus Bourn 703-442-4500		Toured site last week. Not interested in this site.
Foster's Grill	Ben Becker 703-722-2706		Left VM to see if they have an urban concept with slightly nicer finishes. Not looking in the Falls Church area at this time.
Tropical Smoothie Café	Alex Walker 202-775-7087		Signed franchisee, deal died at Spectrum, showing Pearson.
California Tortilla	Ben Becker 703-722-2706		Not interested in Falls Church market at this time
Noodles & Company	Ryan Wilner (410) 321-4905, ext. 1318 rwilner@klnb.com		Tenant not interested in that market at this time.
A Perfect Pita	Kevin Adams 703-451-9000 ext. 304		
Pret A Manger	Jason Yanashonis 202-742-1103		Focusing on urban locations.
American Flatbread	John Mitchell		Sent LOI. Have considered and passed on site.
Kite Runner Café	Scott Hinkle 703-537-3342		Toured and considering.
Deli/Café	Clark Turner 202-835-1203		Toured and considering
Deli/Bufet Operator	Donna Christenson 202-965-4565		Toured and are considering
Dei Operator	Joe Pater 703-725-9060		Toured and are considering
Yogen Früz	Edvin Beasley (703) 905-0231	800 - 1,200	Emailled site information for their consideration; following up. Needs to focus on sites in the pipeline; possible franchisee site
Kendall's Cakes	Kendall Barrett	2,000	Left message and sent marketing

	703-536-2200		information. Following up.
Coffee			
Carlbou Coffee	Andy Musser Next Realty (703) 422-4500	800-1,200	Discussed, but they are mainly focused on urban locations at this time.
Dunn Bros Coffee	Scott Mason 612-334-9746	1,200	Not looking at this time; Need area developer prior to moving forward 9/23
Saxby's Coffee	Jeff Handler Asadoorian (703) 425-0605 / (202) 333-9066 x2	800-1,200	Discussed; not enough density; looking for drive-thru in suburban locations
Cuppy's Coffee			Franchisee looking in Northern Virginia. Responded to marketing. Signed in Reston
Stacey's Coffee			Will follow up with owner after landlord visit.
Two Sisters Coffee			Will follow up after owners visit
Spas/Salons			
Natural Body Day Spa	Jason Filippo CBRE	2,000-3,000	Not looking at new deals at this time, 8/29.
Great Clips	Marty Diamond 703-847-0865	1,500	No franchisees in northern VA at this time.
Hair Cuttery	Kelly Ratner (703) 269-5136	1,200	Pipeline is full until 2010.
Christy's Serenity Salon and Spa www.serenitysalondayspa.com	Christy Poulin 703-754-2513	2,000-3,000	Left message, 7/18.
Mancini de Paris	703-920-4699 www.mancinideparis.com		Had signed purchase agreement. Not interested in leasing.
Nash Hair Design	JC Alinga 703-533-9191 www.nashhairdesign.com		Had signed purchase agreement. Not interested in leasing.
Miscellaneous Services			
Fedex/Kinko's	Jack DeVilliers 571-382-2053	1,200	Tenant is not looking at any deals in this area at this time.
Dry Clean Drop Off	Ridha Benamara	1,000	Sent marketing information, it was

	703-984-8624		passed on to client; Waiting on business plan.
1-800 Flowers	Jeff Banks 301-652-9020	1,200-2,000	Not looking in the Falls Church market at this time.
OXXO Care Cleaners	Alex Walker 202-775-7087	1,200	Franchisee is focusing on other sites/
Cradle and Crayon	Stella 703-437-0900 stella@cradleandcrayon.com	2,000-3,000	Out on vacation the week of 8/4-8/8; emailed site for consideration. Not looking to expand yet, check back in one year, 8/15.
Neibauer Dental Care	Marty Diamond 703-879-4965	4,000-6,000	Interested in Falls Church Market. Looking at site on Broad Street.
The Vineyard	Ken Nunnenkamp 703-288-2970	4,000-6,000	Emailed Ken information. Left Message, 7/23. k.nunnenkamp@pattonbogs.com
Brown's Hardware			Dropped off flyer. Talked with owners.
New to You			Dropped off flyer. Talked with owners.
Dominion Camera			Dropped off flyer. Talked with owners.
Clay Café Studio			Dropped off flyer. Talked with owners.
Doudaklian Leather Goods and Luggage	Vahe Doudaklian 28 Wade Court Gaithersburg, Md www.doudaklian.com		Had signed purchase agreement. Not interested in leasing.
Art and Frame of Falls Church	Tom Gittins		Had signed purchase agreement. Not interested in leasing.
CD Cellar			New location signed in Clarendon
Miss Pixie			Just opened on U Street. Not considering second location.
Ink Spot	Bradley Buslick 240-482-3609		Toured and passed on site
Wags	Pet Store		Not expanding
10,000 Villages	Christina Davies		Considering new location. Want main and main.

Wild Bird Store			Dropped off flyer. Not expanding.
Dogma			Not Expanding.
Serendipity			Signed lease at Spectrum
Woman's Accessories	Shauna Tehrani azad 240-813-2050		Look for main and main.
Songcatchers			Dropped off flyer. Talked with owners
Falls Church Florist			Dropped off flyer. Are considering leaving city.
Joy of Beading			Prospected and will consider.
Beado			Will require SE
Needlewoman East			Dropped off flyer. Will follow up
Tailor Lee			Talked with broker. Considering site.
Hole in the Wall Books			Dropped off flyer. Will follow up.
Piano Shop	John Wilson 202-232-0950		
Apple Credit Union			Considering a new location in Falls Church.
Christian Science Reading Room	Joel Cannon		Looking for a location in Fairfax. Would require SE.
Weight Watchers			Daily meetings would tax parking.
Foxes Music			Dropped off flyer. Will follow up.
Wine and Cheese Shop	Julie Hernandez 7/407-6821		Toured and are considering
Tailor Shop	Lee Yoon 703-409-4989		Toured and are considering.
Allyn's Yarn Shop	Allyn		May lose lease. Don't want to move
My Organic Market	Jeff Banks/Lee Engle		Sent package. Considering
Season's Cards and Gifts	Jeff Banks/Lee Engle		Sent package. Considering
Doppelganger			Dropped off flyer talked with owner.
Antique Annex			Dropped off flyer talked with owner
Kennedy's Market			Dropped off flyer talked with owner.
Little Gym	Ben Becker 703-722-2706	8,000	Interested in the Falls Church market but pursuing other locations. Will re-visit when owner has more time.
Fine Art Gallery	David McGuire 202-441-5446	3,000	Does not think he has the time to commit to something at this time.



500 South Maple Avenue

BUILDING HIGHLIGHTS

.....

Mixed use project anchoring the South Washington Street corridor in Falls Church

- 230 apartments
- Corner Restaurant Space with fully lined venting
- One block from Falls Church City Center redevelopment

Available Now

Restaurant spaces with full venting

- 3,000 sf
- 2,200 sf
- 1,500 sf

Other retailers wanted:

- Health and fitness
- Amenity/service retailers
- Salons/Day Spa
- Banks/Financial institutions

Traffic Counts on S. Maple Avenue—25,000 ADT

Rental rates in the high \$30's with tenant allowance

Under-served restaurant market

JB O'BRIEN

202.775.7019

jb.o'brien@transwestern.net

ANN MCLEAN

202.775.7007

ann.mclean@transwestern.net

BILL MILLER

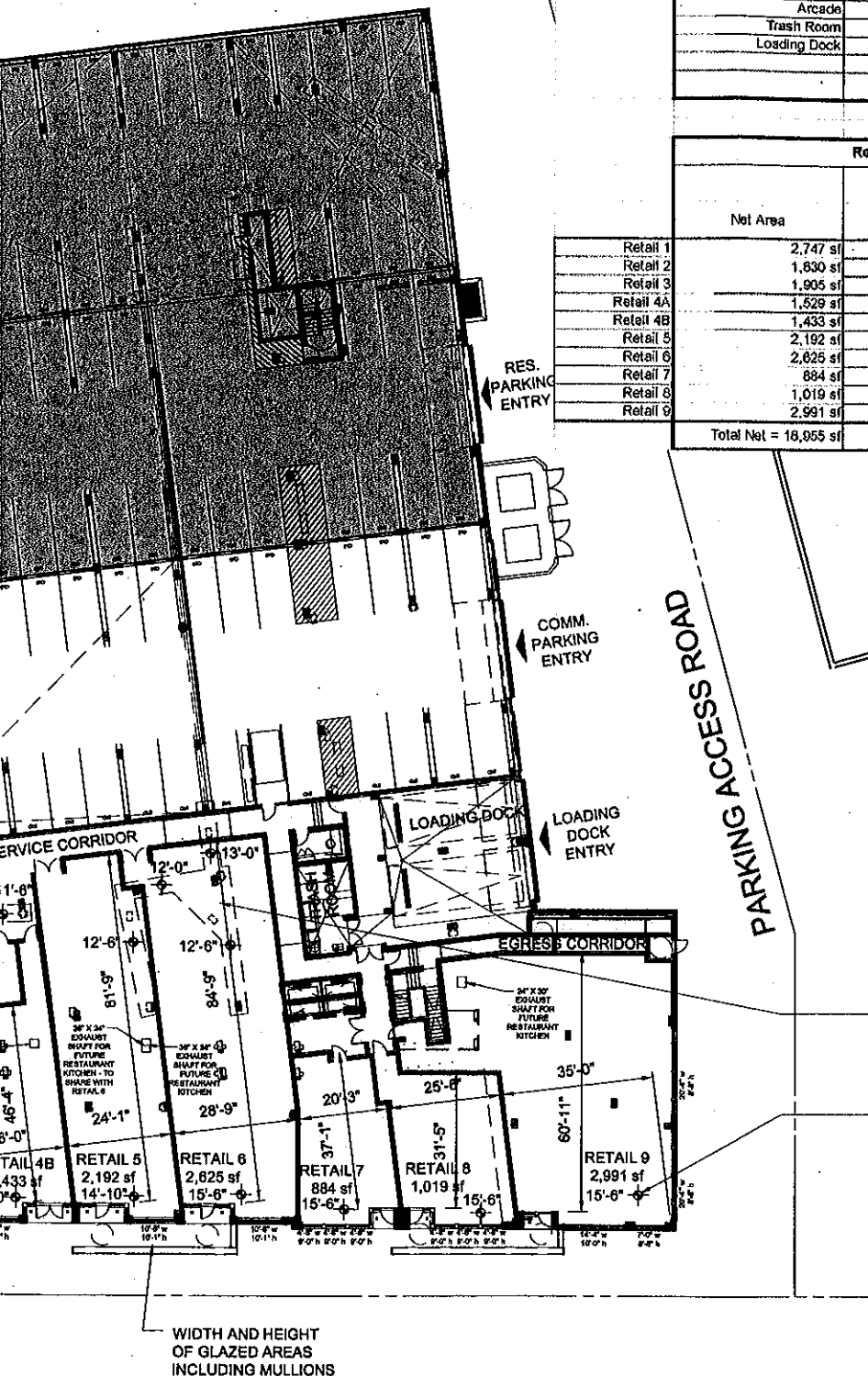
202.775.7033

bill.miller@transwestern.net

[illegible]

WDG Architecture, PLLC
1025 Connecticut Avenue NW
Suite 300
Washington DC 20036
tel 202 857 8300
fax 202 463 2198
e-mail wdg@wdgarch.com





Retail Comment Elements			
	Net Area	% Of Retail Use	Total
Service Corridors	2,916 sf	80.00%	2,332.80 sf
Egress Corridors	688 sf	6.00%	41.28 sf
Arcade	1,337 sf	50.00%	668.50 sf
Trash Room	256 sf	50.00%	128.00 sf
Loading Dock	1,566 sf	80.00%	1,252.80 sf
			Total = 4,423.38 sf

Retail Areas and Comment Element Distribution			
Net Area	% of Total Retail (Net / Total Net)	Share of Common Elements (% of Total Retail x Total Common Elements)	Total Retail Areas (Net Area + Share of Common Elements)
Retail 1	2,747 sf	14.49%	3,388.05 sf
Retail 2	1,830 sf	8.60%	2,010.38 sf
Retail 3	1,905 sf	10.05%	2,349.55 sf
Retail 4A	1,529 sf	8.07%	1,885.81 sf
Retail 4B	1,433 sf	7.56%	1,767.41 sf
Retail 5	2,192 sf	11.56%	2,703.53 sf
Retail 6	2,625 sf	13.85%	3,237.68 sf
Retail 7	884 sf	4.66%	1,090.29 sf
Retail 8	1,019 sf	5.38%	1,250.80 sf
Retail 9	2,991 sf	16.78%	3,688.99 sf
Total Net = 18,955 sf			Total Retail = 23,378.38 sf

SHADING REPRESENTS OVERHEAD BEAM. TARGET REPRESENTS APX. CLEAR HEIGHT UNDER BEAM (TYPICAL).

TARGET REPRESENTS APX. CLEAR HEIGHT IN RETAIL SPACE (TYPICAL)

GENERAL NOTES

1. ALL OVERALL DIMENSIONS ARE APPROXIMATE AND ROUND TO THE NEAREST WHOLE INCH
2. ALL HEIGHT DIMENSIONS ARE APPROXIMATE AND ROUND TO THE NEAREST WHOLE INCH

Pearson Square Condominiums

City of Falls Church

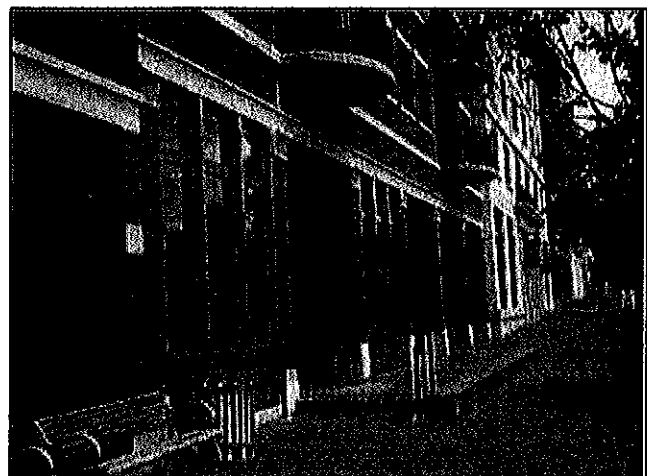
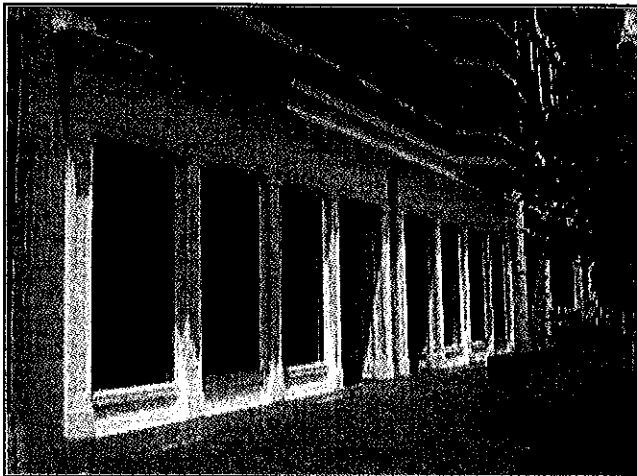
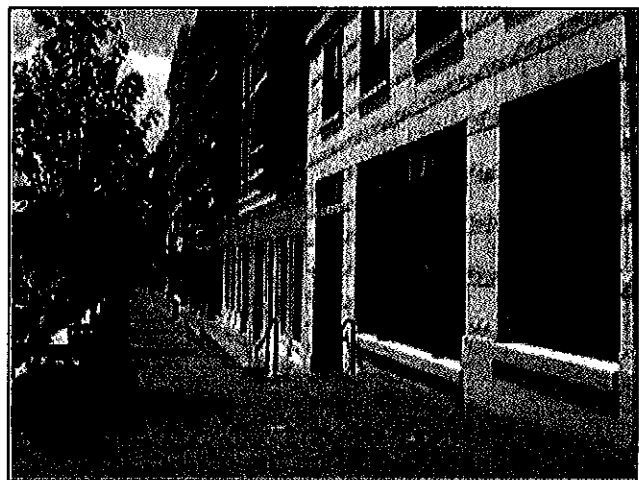
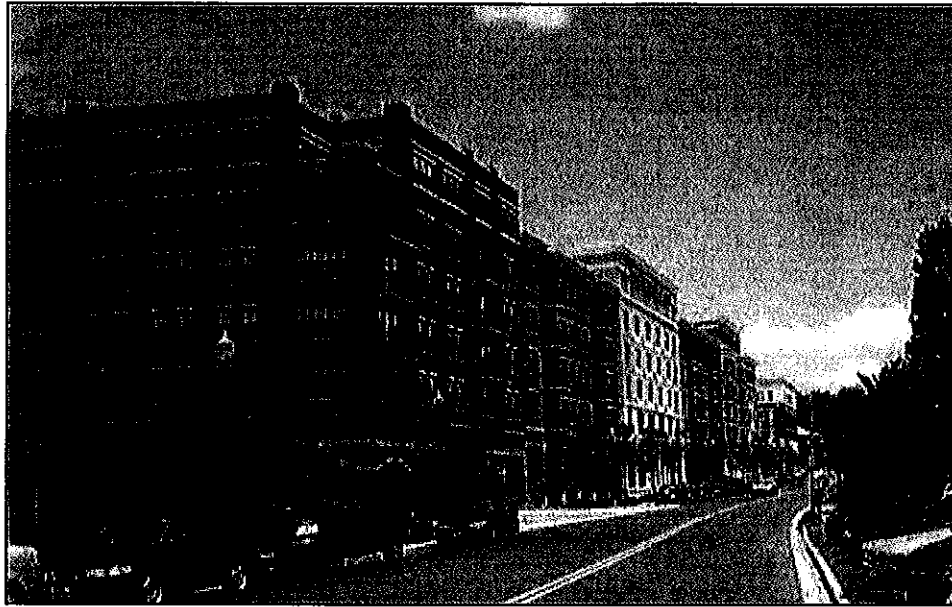


Retail Data Plan

7-05-06
WA04066.08

3

Pearson Square – Falls Church, VA



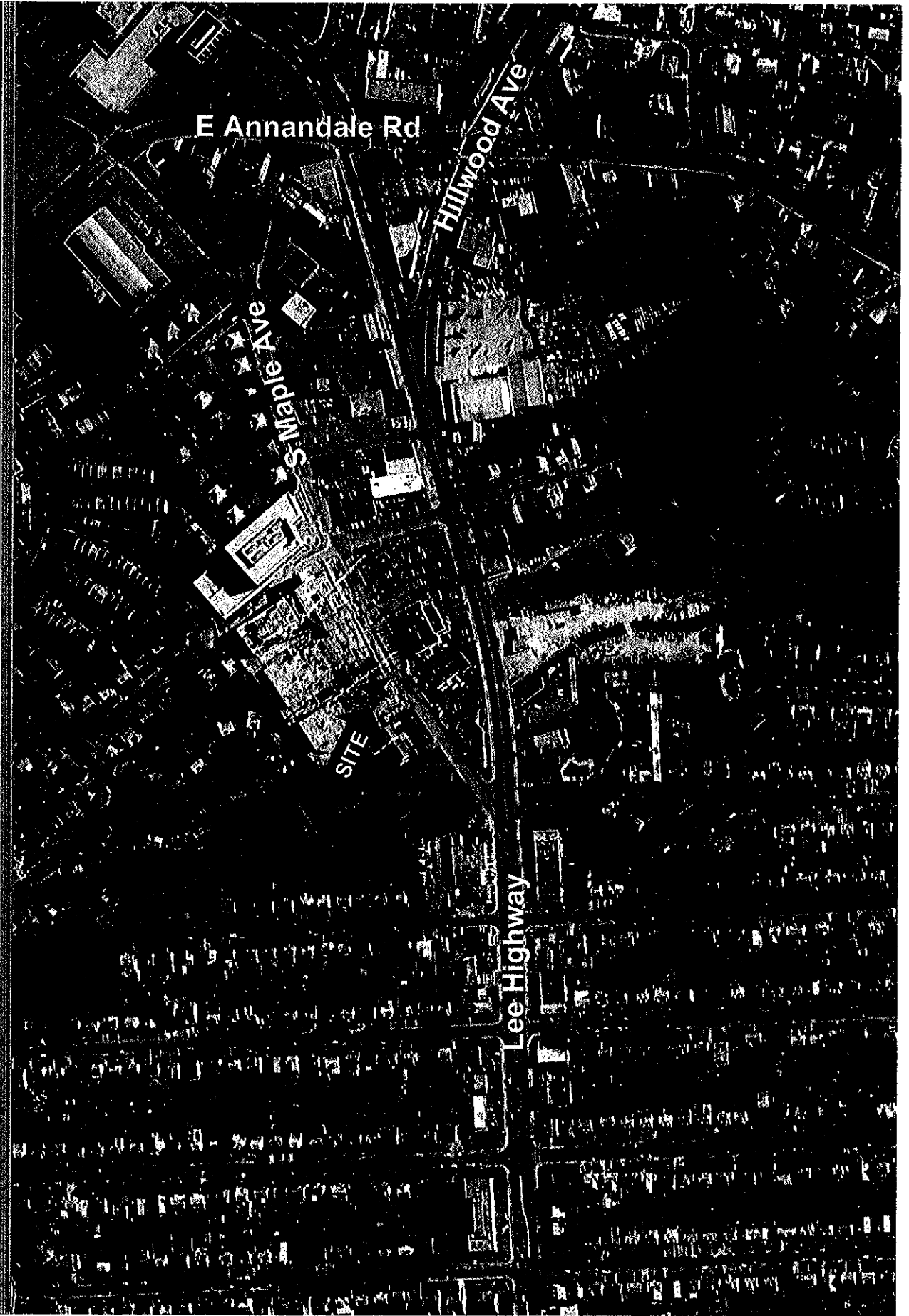
TRANSWESTERN
RETAIL

Ann McLean
202.775.7007
ann.mclean@transwestern.net

JB O'Brien
202.775.7019
jb.obrien@transwestern.net

SITE MAP

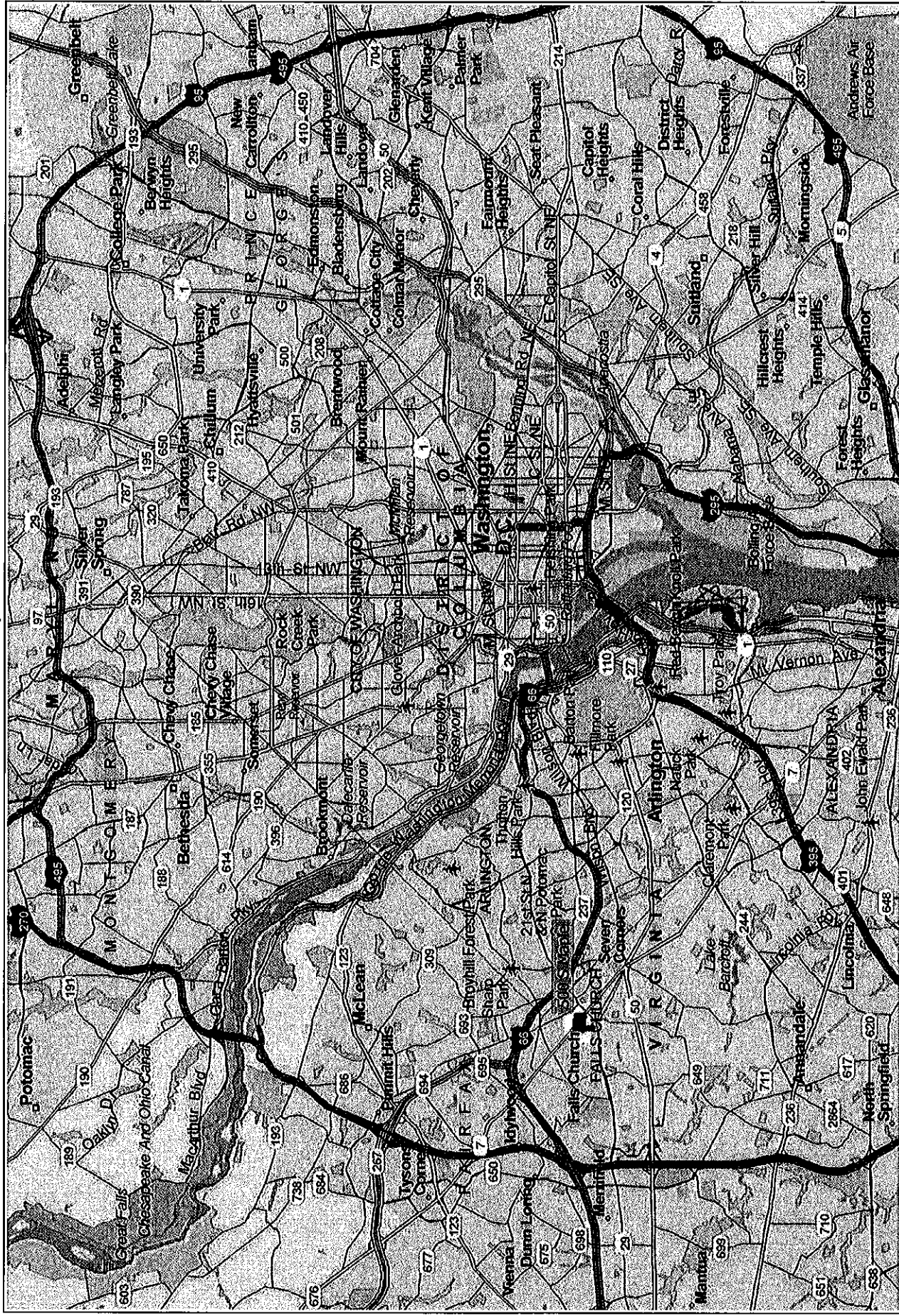
Pearson Square
500 South Maple Ave, Falls Church, VA



Pearson Square



Pearson Square

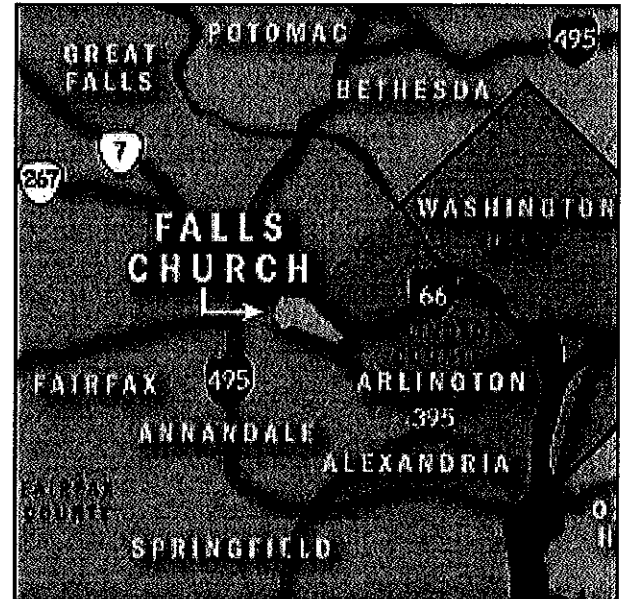


REDISCOVER THE CITY OF FALLS CHURCH

Located within the Capital Beltway, the City of Falls Church is building on its history, creativity, and "hometown" feel to expand its existing base of outstanding retail establishments. We seek an exciting mix of retailers who need a loyal audience — the residents and workers of Falls Church.

The City of Falls Church has a strong day and evening population that is well-educated, well-compensated, and committed to the community. They are underserved in grocery, goods and services, dining choices, and home goods retail, to name only a few.

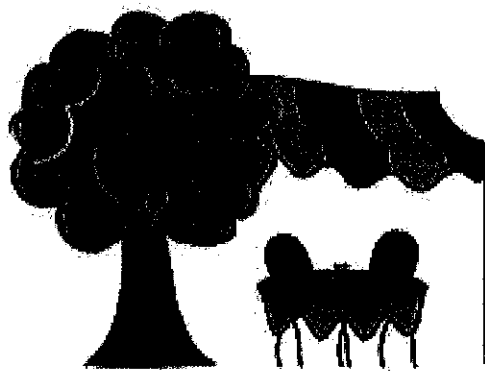
We are excited to fill these needs with new developments that will appeal to the retailer and the customer alike. Within the next three years, approximately 65,000 square feet of new retail space will be built in the City.



CITY OF FALLS CHURCH RETAIL STUDY

In 2005, the City retained Retail Compass, LLC to evaluate our place in the local markets and to provide realistic perspective for our retail goals. They concluded:

- The demand for retail within city borders exceeds what is currently under construction or planned by almost 90,000 square feet.
- The City of Falls Church is vastly underserved in the Food and Beverages retail category.
- In the next three years, over 500 new residential units and almost 120,000 square feet of new office space will further contribute to the growing retail demand.

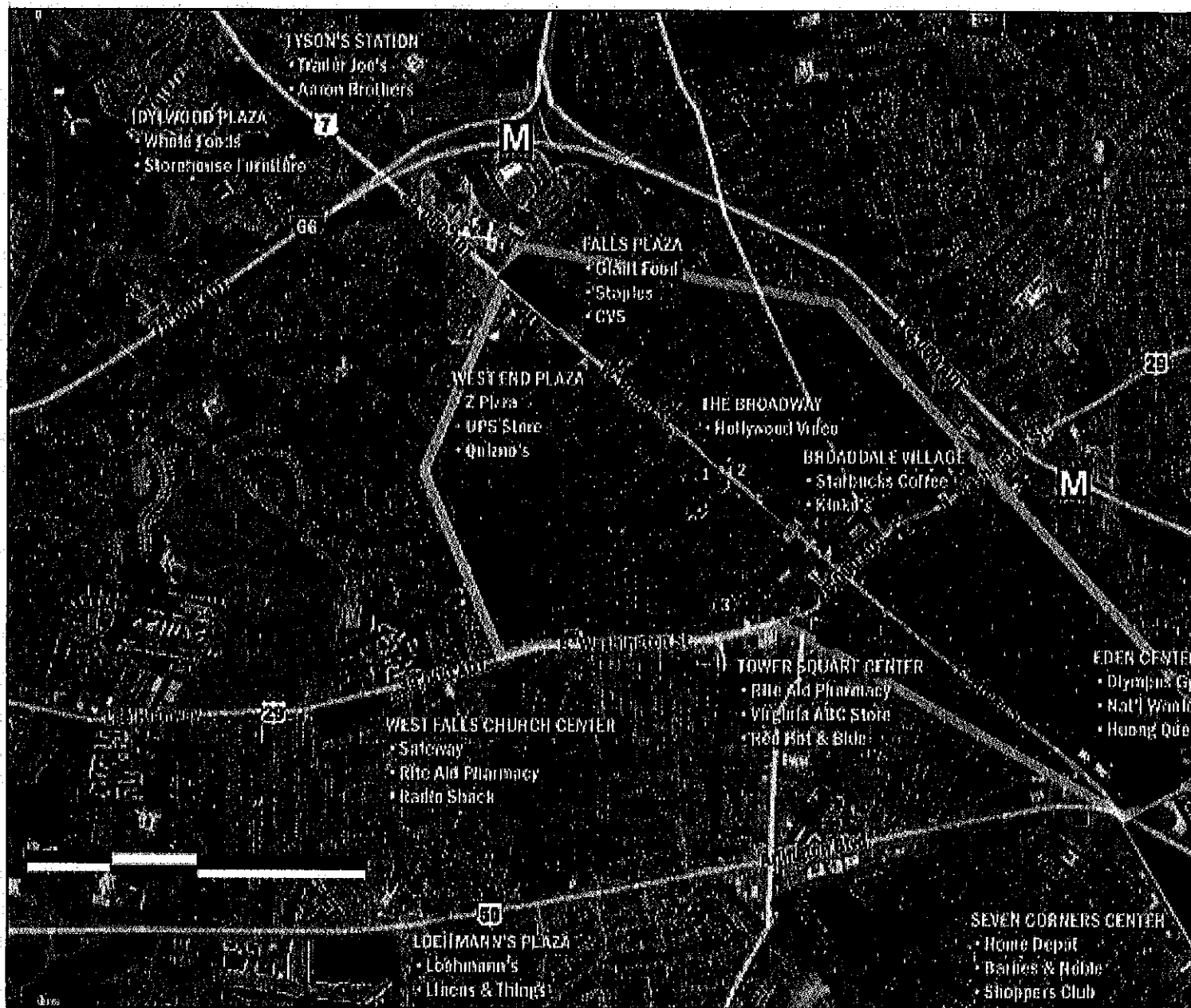


REDISCOVER
THE CITY OF
FALLS CHURCH

What You Can Expect:

- The City's willingness, interest, and drive to create new retail hubs will encourage retailers to reevaluate Falls Church.
- New development under construction will offer retailers brand-new, retail-appropriate space. (However, if you are looking for funky, one-of-a-kind space, we have that, too.)
- Our residents seek local options for their spending. They are no longer willing to regard Tysons Corner, Arlington and Alexandria as their only shopping alternatives.
- The City of Falls Church customer base has a long-standing tradition of supporting local retailers in the community... because they are OURS.

A GUIDE TO THE CITY



NEW RETAIL UNDER CONSTRUCTION

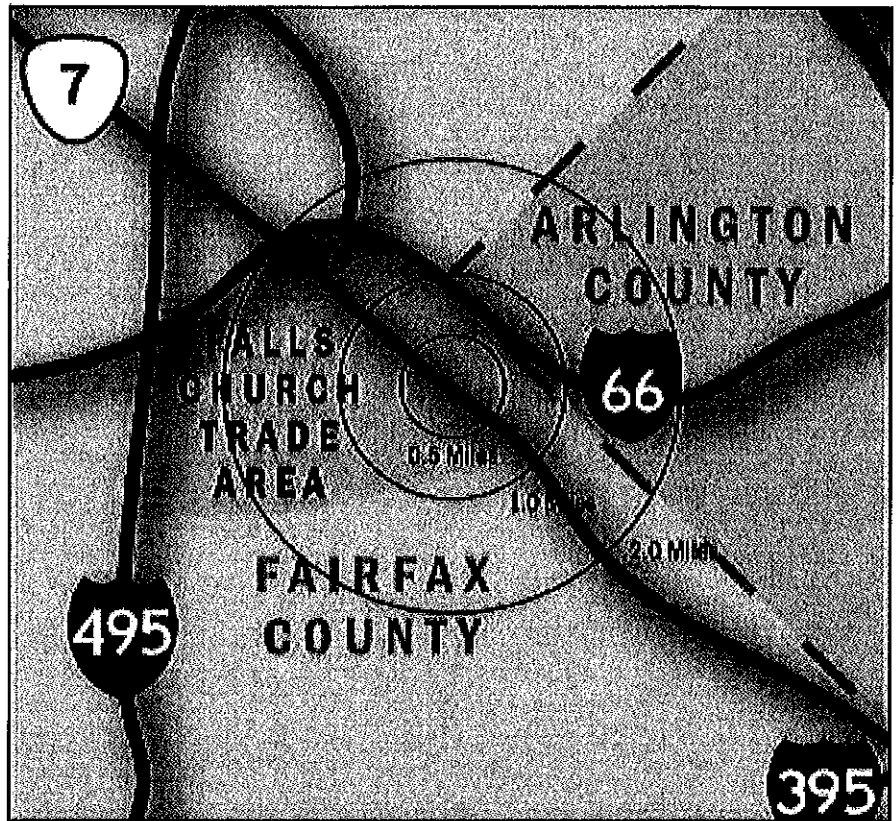
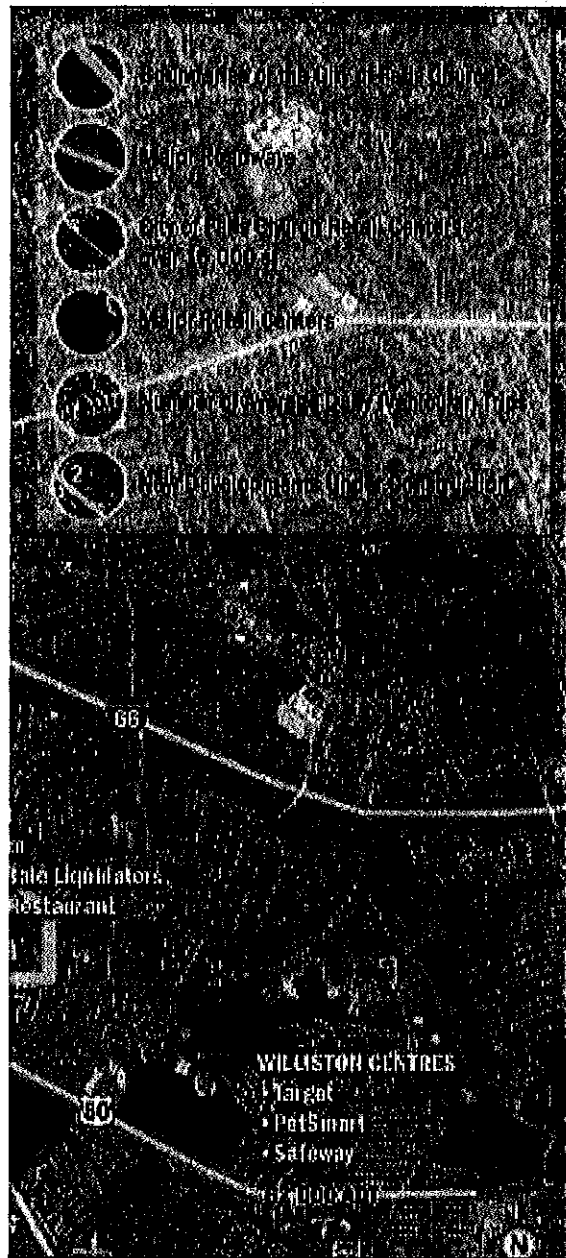
- 1 THE BYRON, 513 WEST BROAD STREET • 9,000 SF RETAIL • 90 CONDOMINIUM UNITS • DELIVERING
 - 2 THE SPECTRUM, 444 WEST BROAD STREET • 30,000 SF RETAIL • 30,000 SF OFFICE • 189 CONDOMINIUMS • DELIVERING
 - 3 PEARSON SQUARE, 500 SOUTH MAPLE STREET • 25,000 SF RETAIL • 85,000 SF OFFICE • 230 CONDOMINIUMS • DELIVERING
- Contact the City of Falls Church Economic Development Office for more detailed information about these exciting retail centers.

ECONOMIC DEVELOPMENT OFFICE • (703) 248-5491

CITY OF FALLS CHURCH

DEMOGRAPHIC PROFILE

BROAD STREET (RTE. 7) AND WASHINGTON STREET (RTE. 29)



	0.5 MI	1.0 MI	2.0 MI	TRADE AREA
POPULATION	4,370	17,073	67,848	36,076
DAYTIME POPULATION	8,816	18,577	28,911	28,528
MEDIAN HH INCOME	\$79,684	\$86,416	\$85,779	\$80,891
NO. OF HOUSEHOLDS	1,797	6,266	26,146	14,101
EDUCATION (B.A. +)	62.1%	69.2%	48.1%	60.6%

Source: U.S. Census Bureau, Claritas, Inc., Retail Compass LLC

FALL 2006

MIUM UNITS • DELIVERING 2007

DOMINIUM UNITS • DELIVERING FALL 2007

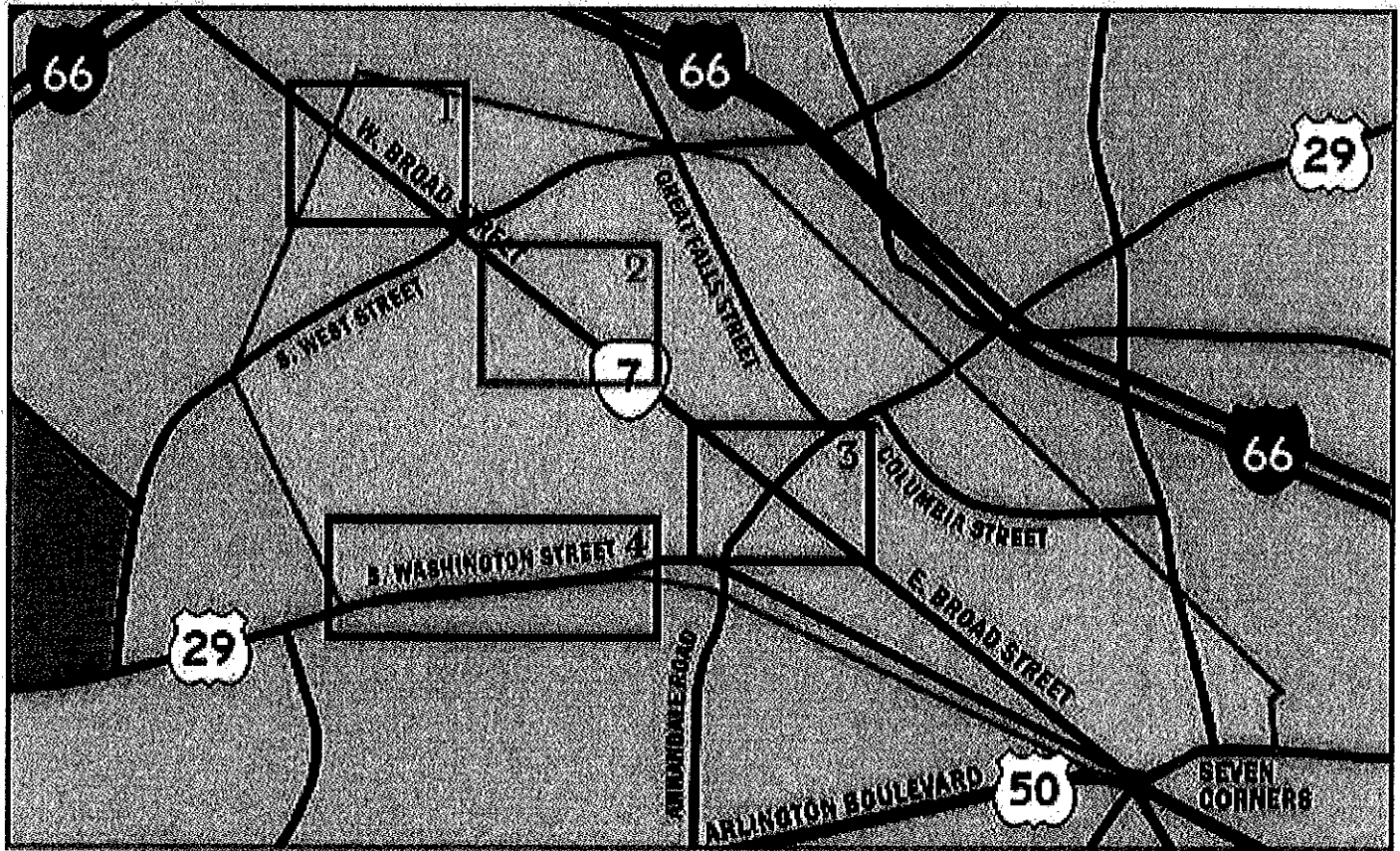
opportunities.



REDISCOVER
THE CITY OF
FALLS CHURCH

WWW.DEVELOPFALLSCHURCH.ORG

THE CITY OF FALLS CHURCH BY THE DISTRICTS



1. WEST END

The Western gateway to The City of Falls Church offers strong retail presence with the Giant-anchored Falls Plaza and West End Plaza.

2. BROAD-PENN

An emerging retail district, three new developments give Broad-Penn identity. The Byron, The Broadway, and The Spectrum provide a solid base of new retail opportunities for this central section of Broad Street.

3. CITY CENTER

At the northwest corner of the busy intersection of Broad and South Washington, this area is preparing for redevelopment. It is the targeted site for the community-oriented retail, residential and commercial hub of the City of Falls Church.

4. SOUTH WASHINGTON STREET

The high-volume of street traffic along this corridor creates significant retail opportunities that will be further enhanced by the introduction of the Pearson Square development, as well as numerous infill projects.

CONTACT INFORMATION

City of Falls Church, Economic Development Office (703) 248-5491

Richard Goff, Director (rickgoff@fallschurchva.gov)

Becky Witsman, Business Development Manager (bwitsman@fallschurchva.gov)

On the drawing board in the City of Falls Church...

CITY CENTER



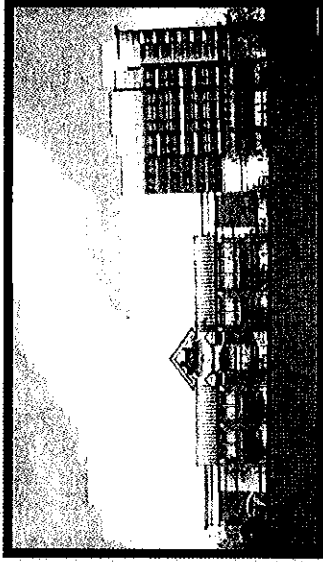
City Center

Atlantic Realty – developer

- Total 5.3 acres

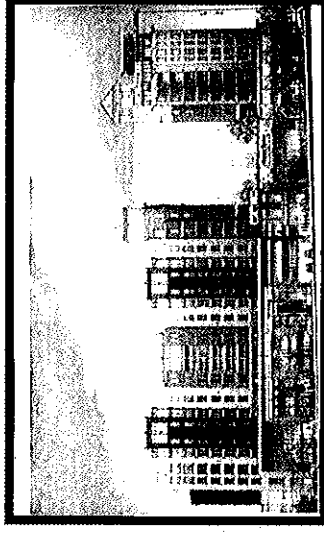
In total an additional:

- 57,777 SF retail/restaurants
- 197,809 SF Class A office
- 55,000 SF Harris Teeter
- 101,557 SF (180 rooms) hotel
- 43,740 SF relocated new Bowl America
- 20 townhouses
- 605 high-rise luxury apartments
- 217 condominiums
(includes 67 age-restricted)



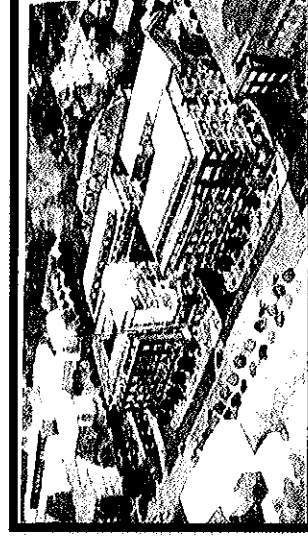
City Center Phase 1

- 111,144 SF office
- 43,740 SF relocated new Bowl America
- 101,557 SF (180 room) hotel
- 21,166 SF – retail/restaurants
- 67 age restricted condos



City Center Phase 2

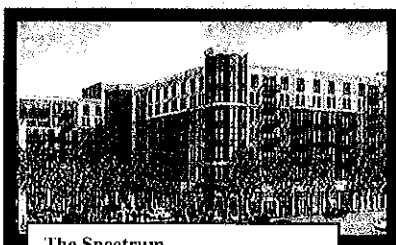
- 55,000 SF Harris Teeter grocery store
- 7,416 SF ground floor retail
- 500 luxury apartments



Gateway

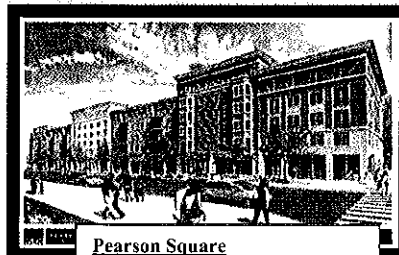
- 2.69 acres
- 150 condos
- 10 townhouses
- 10 garden apartments
- 6,260 SF retail – ground floor
- 72,650 SF office
- Akridge – developer

Falls Church Mixed-Use Projects



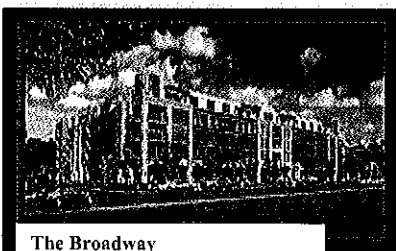
The Spectrum

- 3.2 acres
- 191 Condos
- 29,800 SF retail
- 32,000 SF office
- Under construction - 2008 delivery
- Waterford Development, LLC



Pearson Square

- 4.7 acres
- 230 Condos
- 25,400 SF retail
- 75,000 SF office (completed)
- Late 2007 delivery
- Atlantic Realty Companies



The Broadway

- 1.58 acres
- 80 Condos
- 12,000 SF retail
- 2,500 SF office
- Completed 2004
- Waterford Development, LLC



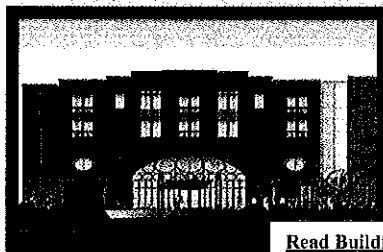
The Byron

- 2 acres
- 90 Condos
- 9,000 SF retail
- 13,527 SF office
- Completed 2006
- Nova-Habitat



Northgate

- 1.53 acres
- 95 apartments
- 10 townhouses
- 22,735 SF ground floor retail
- 14,000 SF office
- Approval, March 2007
- Hekemian & Co., Inc.



Read Building

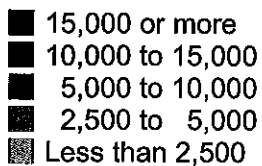
- 0.68 acres
- 26 apartments, including 9 "teacher workforce units"
- 11,850 SF retail
- Under construction - 2007 delivery
- Jefferson One, LLC

- \$497 million of new economic activity approved
- 13.7 acres of land undergoing redevelopment
- 1.3 million square feet of new construction



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Urban Employment Density
By Block Groups



Falls Church, Virginia

Employees per Square Mile

October 2007

TRANSWESTERN

RETAIL

www.TRETAIL.com

Employment Density

0.5 mi	- 4,324
1.0 mi	- 15,094
3.0 mi	- 63,585
5.0 mi	- 248,722

DEMOGRAPHIC PROFILE EXPANDED

1990 - 2000 Census, 2006 Estimates & 2011 Projections

Calculated using Proportional Block Groups



Lat/Lon: 38.87974/-77.177912

October 2007

RF5

500 S Maple Ave Falls Church, Virginia	.50 mi radius		1.00 mi radius		3.00 mi radius		5.00 mi radius	
Population								
Estimated Population (2006)	5,319		18,420		142,606		422,815	
Census Population (1990)	4,983		17,042		129,356		361,226	
Census Population (2000)	5,303		18,135		139,564		407,014	
Projected Population (2011)	5,325		18,613		145,142		435,125	
Forecasted Population (2016)	5,509		19,376		144,450		419,114	
Historical Annual Growth (1990 to 2000)	320	0.6%	1,094	0.6%	10,208	0.8%	45,787	1.3%
Historical Annual Growth (2000 to 2006)	16	0.0%	284	0.3%	3,042	0.4%	15,802	0.6%
Projected Annual Growth (2006 to 2011)	6	0.0%	194	0.2%	2,536	0.4%	12,309	0.6%
Est. Population Density (2006)	6,775.79 psm		5,866.16 psm		5,090.16 psm		5,423.01 psm	
Trade Area Size	0.79 sq mi		3.14 sq mi		28.02 sq mi		77.97 sq mi	
Households								
Estimated Households (2006)	2,171		7,125		54,318		168,459	
Census Households (1990)	2,074		6,788		50,109		147,479	
Census Households (2000)	2,158		6,999		53,421		162,219	
Projected Households (2011)	2,142		7,110		54,865		172,296	
Forecasted Households (2016)	2,044		6,986		56,443		176,501	
Households with Children (2006)	718	33.1%	2,423	34.0%	17,567	32.3%	49,797	29.6%
Average Household Size (2006)	2.44		2.58		2.61		2.49	
Average Household Income								
Est. Average Household Income (2006)	\$84,503		\$94,282		\$104,757		\$101,649	
Proj. Average Household Income (2011)	\$91,409		\$102,121		\$112,926		\$109,336	
Average Family Income (2006)	\$95,717		\$105,879		\$118,801		\$119,807	
Median Household Income								
Est. Median Household Income (2006)	\$78,718		\$83,828		\$89,062		\$85,861	
Proj. Median Household Income (2011)	\$86,010		\$92,111		\$97,186		\$93,654	
Median Family Income (2006)	\$89,566		\$95,636		\$104,175		\$102,599	
Per Capita Income								
Est. Per Capita Income (2006)	\$34,648		\$36,658		\$40,191		\$40,962	
Proj. Per Capita Income (2011)	\$36,918		\$39,196		\$42,929		\$43,691	
Per Capita Income Est. 5 year change	\$2,270	6.6%	\$2,537	6.9%	\$2,738	6.8%	\$2,729	6.7%
Other Income								
Est. Median Disposable Income (2006)	\$62,718		\$66,163		\$70,368		\$68,139	
Est. Median Disposable Income (2011)	\$67,867		\$71,945		\$76,197		\$73,751	
Disposable Income Est. 5 year change	\$5,150	8.2%	\$5,782	8.7%	\$5,830	8.3%	\$5,612	8.2%
Est. Median Household Net Worth (2006)	\$53,497		\$56,657		\$56,644		\$52,923	
Daytime Demos								
Total Number of Businesses (2006)	404		1,563		6,029		19,923	
Total Number of Employees (2006)	4,324		15,094		63,585		248,722	
Company Headqtrs: Businesses (2006)	0	0	2	0.1%	30	0.5%	132	0.7%
Company Headqtrs: Employees (2006)	0	0	13	0.1%	5,682	8.9%	24,360	9.8%
Unemployment Rate (2006)	1.40%		1.80%		1.60%		1.60%	
Employee Population per Business	10.7 to 1		9.7 to 1		10.5 to 1		12.5 to 1	
Residential Population per Business	13.2 to 1		11.8 to 1		23.7 to 1		21.2 to 1	

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Race & Ethnicity

White (2006)	3,850	72.4%	13,377	72.6%	98,808	69.3%	280,676	66.4%
Black or African American (2006)	296	5.6%	826	4.5%	6,612	4.6%	32,547	7.7%
American Indian & Alaska Native (2006)	12	0.2%	32	0.2%	292	0.2%	931	0.2%
Asian (2006)	782	14.7%	2,727	14.8%	25,625	18.0%	71,881	17.0%
Hawaiian & Pacific Islander (2006)	11	0.2%	22	0.1%	166	0.1%	614	0.1%
Other Race (2006)	239	4.5%	985	5.3%	7,169	5.0%	22,201	5.3%
Two or More Races (2006)	130	2.4%	451	2.4%	3,934	2.8%	13,966	3.3%
Not Hispanic or Latino Population (2006)	4,374	82.2%	14,744	80.0%	114,473	80.3%	346,529	82.0%
Hispanic or Latino Population (2006)	945	17.8%	3,676	20.0%	28,133	19.7%	76,287	18.0%
Not of Hispanic Origin Population (1990)	4,475	89.8%	15,215	89.3%	114,100	88.2%	319,516	88.5%
Hispanic Origin Population (1990)	508	10.2%	1,827	10.7%	15,256	11.8%	41,710	11.5%
Not Hispanic or Latino Population (2000)	4,452	84.0%	14,913	82.2%	115,762	82.9%	336,140	82.6%
Hispanic or Latino Population (2000)	851	16.0%	3,223	17.8%	23,802	17.1%	70,873	17.4%
Not Hispanic or Latino Population (2011)	4,321	81.2%	14,653	78.7%	114,041	78.6%	355,508	81.7%
Hispanic or Latino Population (2011)	1,003	18.8%	3,961	21.3%	31,101	21.4%	79,617	18.3%
Hist. Hispanic Ann Growth (1990 to 2006)	437	5.4%	1,849	6.3%	12,877	5.3%	34,576	5.2%
Proj. Hispanic Ann Growth (2006 to 2011)	58	1.2%	284	1.5%	2,969	2.1%	3,330	0.9%

Age Distribution

Age 0 to 4 yrs (2006)	401	7.5%	1,346	7.3%	10,007	7.0%	30,321	7.2%
Age 5 to 9 yrs (2006)	369	6.9%	1,217	6.6%	8,734	6.1%	25,792	6.1%
Age 10 to 14 yrs (2006)	325	6.1%	1,119	6.1%	8,109	5.7%	22,801	5.4%
Age 15 to 19 yrs (2006)	306	5.8%	1,112	6.0%	7,723	5.4%	21,712	5.1%
Age 20 to 24 yrs (2006)	281	5.3%	1,018	5.5%	8,349	5.9%	22,833	5.4%
Age 25 to 29 yrs (2006)	271	5.1%	951	5.2%	8,770	6.1%	26,577	6.3%
Age 30 to 34 yrs (2006)	331	6.2%	1,167	6.3%	10,337	7.2%	33,673	8.0%
Age 35 to 39 yrs (2006)	357	6.7%	1,285	7.0%	11,020	7.7%	36,203	8.6%
Age 40 to 44 yrs (2006)	412	7.7%	1,440	7.8%	11,529	8.1%	35,441	8.4%
Age 45 to 49 yrs (2006)	426	8.0%	1,539	8.4%	11,512	8.1%	33,656	8.0%
Age 50 to 54 yrs (2006)	442	8.3%	1,485	8.1%	10,711	7.5%	30,769	7.3%
Age 55 to 59 yrs (2006)	397	7.5%	1,352	7.3%	9,989	7.0%	28,800	6.8%
Age 60 to 64 yrs (2006)	367	6.9%	1,121	6.1%	8,165	5.7%	23,256	5.5%
Age 65 to 74 yrs (2006)	344	6.5%	1,225	6.6%	9,589	6.7%	27,347	6.5%
Age 75 to 84 yrs (2006)	193	3.6%	693	3.8%	5,744	4.0%	16,002	3.8%
Age 85 yrs plus (2006)	98	1.8%	347	1.9%	2,319	1.6%	7,631	1.8%
Median Age (2006)	39.1	yrs	38.9	yrs	38.4	yrs	38.4	yrs

Gender Age Distribution

Female Population (2006)	2,813	52.9%	9,416	51.1%	71,583	50.2%	213,137	50.4%
Age 0 to 19 yrs (2006)	691	24.6%	2,337	24.8%	16,710	23.3%	48,833	22.9%
Age 20 to 64 yrs (2006)	1,745	62.0%	5,770	61.3%	45,054	62.9%	135,494	63.6%
Age 65 yrs plus (2006)	377	13.4%	1,308	13.9%	9,820	13.7%	28,810	13.5%
Female Median Age (2006)	40.9	yrs	40.5	yrs	39.7	yrs	39.5	yrs
Male Population (2006)	2,506	47.1%	9,004	48.9%	71,023	49.8%	209,678	49.6%
Age 0 to 19 yrs (2006)	711	28.4%	2,458	27.3%	17,863	25.2%	51,793	24.7%
Age 20 to 64 yrs (2006)	1,538	61.4%	5,589	62.1%	45,327	63.8%	135,715	64.7%
Age 65 yrs plus (2006)	258	10.3%	957	10.6%	7,833	11.0%	22,170	10.6%
Male Median Age (2006)	37.2	yrs	37.3	yrs	37.2	yrs	37.3	yrs

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Household Income Distribution

HH Income \$200,000 or More (2006)	117	5.4%	532	7.5%	5,611	10.3%	17,109	10.2%
HH Income \$150,000 to \$199,999 (2006)	171	7.9%	627	8.8%	5,327	9.8%	14,309	8.5%
HH Income \$100,000 to \$149,999 (2006)	460	21.2%	1,595	22.4%	11,868	21.8%	33,037	19.6%
HH Income \$75,000 to \$99,999 (2006)	349	16.1%	1,072	15.0%	7,998	14.7%	24,428	14.5%
HH Income \$50,000 to \$74,999 (2006)	386	17.8%	1,368	19.2%	9,752	18.0%	31,260	18.6%
HH Income \$35,000 to \$49,999 (2006)	241	11.1%	748	10.5%	5,530	10.2%	19,091	11.3%
HH Income \$25,000 to \$34,999 (2006)	140	6.4%	415	5.8%	3,039	5.6%	11,004	6.5%
HH Income \$15,000 to \$24,999 (2006)	143	6.6%	420	5.9%	2,453	4.5%	8,678	5.2%
HH Income \$0 to \$14,999 (2006)	163	7.5%	350	4.9%	2,741	5.0%	9,543	5.7%
HH Income \$35,000+ (2006)	1,725	79.5%	5,941	83.4%	46,085	84.8%	139,233	82.7%
HH Income \$75,000+ (2006)	1,097	50.5%	3,826	53.7%	30,804	56.7%	88,882	52.8%

Housing

Total Housing Units (2006)	2,227		7,370		56,749		176,086	
Housing Units, Occupied (2006)	2,171	97.5%	7,125	96.7%	54,318	95.7%	168,459	95.7%
Housing Units, Owner-Occupied (2006)	1,464	67.4%	5,048	70.9%	36,200	66.6%	96,142	57.1%
Housing Units, Renter-Occupied (2006)	707	32.6%	2,076	29.1%	18,118	33.4%	72,316	42.9%
Housing Units, Vacant (2006)	56	2.5%	245	3.3%	2,430	4.3%	7,628	4.3%
Median Years in Residence (2006)	3.7	yrs	3.9	yrs	4.3	yrs	3.6	yrs

Marital Status

Never Married (2006)	1,195	28.3%	4,253	28.8%	34,221	29.6%	110,139	32.0%
Now Married (2006)	2,008	47.5%	7,290	49.4%	59,742	51.6%	165,985	48.3%
Separated (2006)	289	6.8%	953	6.5%	6,549	5.7%	22,184	6.5%
Widowed (2006)	283	6.7%	927	6.3%	6,013	5.2%	17,255	5.0%
Divorced (2006)	449	10.6%	1,320	9.0%	9,250	8.0%	28,377	8.3%

Household Type

Population Family (2006)	4,303	80.9%	15,207	82.6%	117,021	82.1%	331,294	78.4%
Population Non-Family (2006)	999	18.8%	3,143	17.1%	24,912	17.5%	88,065	20.8%
Population Group Qtrs (2006)	17	0.3%	70	0.4%	673	0.5%	3,456	0.8%
Family Households (2006)	1,305	60.1%	4,519	63.4%	34,900	64.3%	99,318	59.0%
Married Couple With Children (2006)	466	23.2%	1,711	23.5%	12,571	21.0%	35,013	21.1%
Average Family Household Size (2006)	3.30		3.37		3.35		3.34	
Non-Family Households (2006)	866	39.9%	2,606	36.6%	19,418	35.7%	69,141	41.0%

Household Size

1 Person Household (2006)	697	32.1%	2,047	28.7%	14,167	26.1%	51,512	30.6%
2 Person Households (2006)	690	31.8%	2,237	31.4%	17,861	32.9%	53,511	31.8%
3 Person Households (2006)	313	14.4%	1,093	15.3%	8,695	16.0%	25,039	14.9%
4 Person Households (2006)	272	12.5%	982	13.8%	7,677	14.1%	21,410	12.7%
5 Person Households (2006)	111	5.1%	416	5.8%	3,267	6.0%	9,560	5.7%
6+ Person Households (2006)	88	4.1%	349	4.9%	2,651	4.9%	7,427	4.4%

Household Vehicles

Total Vehicles Available (2006)	3,895		13,695		109,013		316,013	
Household: 0 Vehicles Available (2006)	149	6.9%	384	5.4%	2,992	5.5%	11,666	6.9%
Household: 1 Vehicles Available (2006)	806	37.1%	2,475	34.7%	18,625	34.3%	64,760	38.4%
Household: 2+ Vehicles Available (2006)	1,216	56.0%	4,265	59.9%	32,701	60.2%	92,032	54.6%
Average Vehicles Per Household (2006)	1.8		1.9		2.0		1.9	

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Labor Force

Est. Labor: Population Age 16+ (2006)	4,174		14,545		114,358		339,692	
Est. Civilian Employed (2006)	2,870	68.7%	9,931	68.3%	77,950	68.2%	232,185	68.4%
Est. Civilian Unemployed (2006)	56	1.4%	259	1.8%	1,783	1.6%	5,546	1.6%
Est. in Armed Forces (2006)	25	0.6%	69	0.5%	651	0.6%	2,714	0.8%
Est. not in Labor Force (2006)	1,223	29.3%	4,286	29.5%	33,974	29.7%	99,246	29.2%

Occupation

Occupation: Population Age 16+ (2000)	2,885		9,856		76,761		226,070	
Mgmt, Business, & Financial Operations (200)	542	18.8%	2,032	20.6%	17,447	22.7%	51,348	22.7%
Professional and Related (2000)	931	32.3%	3,180	32.3%	25,101	32.7%	73,928	32.7%
Service (2000)	440	15.3%	1,421	14.4%	10,051	13.1%	28,831	12.8%
Sales and Office (2000)	600	20.8%	1,983	20.1%	15,415	20.1%	46,522	20.6%
Farming, Fishing, and Forestry (2000)	4	0.1%	11	0.1%	59	0.1%	158	0.1%
Construct, Extraction, & Maintenance (2000)	201	7.0%	724	7.3%	5,233	6.8%	14,874	6.6%
Production, Transp. & Material Moving (2000)	167	5.8%	506	5.1%	3,456	4.5%	10,410	4.6%
Percent White Collar Workers (2000)		71.9%		73.0%		75.5%		76.0%
Percent Blue Collar Workers (2000)		28.1%		27.0%		24.5%		24.0%

Consumer Expenditure (in \$,000,000s)

Total Household Expenditure (2006)	\$136		\$483		\$3,949		\$11,938	
Total Non-Retail Expenditures (2006)	\$77	56.3%	\$272	56.3%	\$2,227	56.4%	\$6,728	56.4%
Total Retail Expenditures (2006)	\$60	43.7%	\$211	43.7%	\$1,722	43.6%	\$5,210	43.6%
Apparel (2006)	\$2	1.5%	\$7	1.5%	\$58	1.5%	\$176	1.5%
Contributions (2006)	\$6	4.1%	\$21	4.3%	\$176	4.5%	\$528	4.4%
Education (2006)	\$4	2.7%	\$14	2.8%	\$115	2.9%	\$345	2.9%
Entertainment (2006)	\$8	5.8%	\$28	5.8%	\$232	5.9%	\$699	5.9%
Food And Beverages (2006)	\$21	15.5%	\$74	15.4%	\$602	15.2%	\$1,825	15.3%
Furnishings And Equipment (2006)	\$6	4.7%	\$23	4.7%	\$188	4.8%	\$565	4.7%
Gifts (2006)	\$4	2.9%	\$14	3.0%	\$121	3.1%	\$364	3.1%
Health Care (2006)	\$8	6.1%	\$29	6.0%	\$231	5.9%	\$704	5.9%
Household Operations (2006)	\$5	3.9%	\$19	4.0%	\$161	4.1%	\$484	4.1%
Miscellaneous Expenses (2006)	\$2	1.7%	\$8	1.7%	\$66	1.7%	\$199	1.7%
Personal Care (2006)	\$2	1.5%	\$7	1.5%	\$58	1.5%	\$177	1.5%
Personal Insurance (2006)	\$2	1.1%	\$6	1.1%	\$47	1.2%	\$140	1.2%
Reading (2006)	\$0		\$2	0.3%	\$14	0.3%	\$41	0.3%
Shelter (2006)	\$27	20.1%	\$98	20.2%	\$800	20.2%	\$2,413	20.2%
Tobacco (2006)	\$1	0.6%	\$3	0.6%	\$22	0.6%	\$68	0.6%
Transportation (2006)	\$28	20.4%	\$98	20.3%	\$794	20.1%	\$2,400	20.1%
Utilities (2006)	\$9	6.9%	\$33	6.8%	\$265	6.7%	\$808	6.8%

Educational Attainment

Adult Population (25 Years or Older) (2006)	3,637		12,606		99,684		299,356	
Elementary (0 to 8) (2006)	122	3.4%	414	3.3%	3,310	3.3%	10,093	3.4%
Some High School (9 to 11) (2006)	146	4.0%	433	3.4%	3,026	3.0%	10,199	3.4%
High School Graduate (12) (2006)	644	17.7%	2,120	16.8%	15,211	15.3%	42,914	14.3%
Some College (13 to 16) (2006)	473	13.0%	1,689	13.4%	11,404	11.4%	35,103	11.7%
Associate Degree Only (2006)	241	6.6%	730	5.8%	5,921	5.9%	16,506	5.5%
Bachelor Degree Only (2006)	1,047	28.8%	3,670	29.1%	29,929	30.0%	91,541	30.6%
Graduate Degree (2006)	965	26.5%	3,551	28.2%	30,883	31.0%	93,000	31.1%

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Units In Structure								
1 Detached Unit (2000)	992	44.7%	4,102	56.9%	32,057	58.6%	71,760	42.8%
1 Attached Unit (2000)	600	27.0%	1,085	15.0%	5,559	10.2%	19,516	11.7%
2 to 4 Units (2000)	130	5.8%	205	2.8%	1,529	2.8%	6,166	3.7%
5 to 9 Units (2000)	196	8.8%	466	6.5%	3,732	6.8%	11,806	7.0%
10 to 19 Units (2000)	137	6.2%	524	7.3%	4,573	8.4%	18,541	11.1%
20 to 49 Units (2000)	33	1.5%	99	1.4%	1,110	2.0%	6,317	3.8%
50 or more Units (2000)	129	5.8%	728	10.1%	6,080	11.1%	33,150	19.8%
Mobile Home or Trailer (2000)	1	0.1%	5	0.1%	77	0.1%	243	0.1%
Other Structure (2000)	0		0		6	0.0%	11	0.0%
Homes Built By Year								
Homes Built 1999 to 2000	13	0.6%	69	1.0%	321	0.6%	1,866	1.1%
Homes Built 1995 to 1998	66	3.0%	158	2.2%	1,518	2.8%	8,078	4.8%
Homes Built 1990 to 1994	16	0.7%	101	1.4%	1,553	2.8%	6,853	4.1%
Homes Built 1980 to 1989	99	4.4%	419	5.8%	5,590	10.2%	20,698	12.4%
Homes Built 1970 to 1979	331	14.9%	834	11.6%	7,869	14.4%	32,038	19.1%
Homes Built 1960 to 1969	312	14.1%	1,199	16.6%	10,261	18.8%	35,295	21.1%
Homes Built 1950 to 1959	528	23.8%	1,926	26.7%	15,943	29.1%	33,833	20.2%
Homes Built Before 1949	854	38.5%	2,508	34.8%	11,669	21.3%	28,849	17.2%
Home Values								
Home Values \$1,000,000 or More (2000)	0		0		41	0.1%	417	0.6%
Home Values \$500,000 to \$999,999 (2000)	25	2.0%	174	4.1%	1,495	4.9%	5,708	7.8%
Home Values \$400,000 to \$499,999 (2000)	56	4.4%	276	6.5%	2,052	6.7%	6,261	8.5%
Home Values \$300,000 to \$399,999 (2000)	139	11.0%	575	13.5%	5,139	16.8%	13,807	18.8%
Home Values \$200,000 to \$299,999 (2000)	350	27.6%	1,428	33.4%	13,047	42.6%	27,274	37.2%
Home Values \$150,000 to \$199,999 (2000)	471	37.2%	1,311	30.7%	6,749	22.1%	15,074	20.6%
Home Values \$100,000 to \$149,999 (2000)	162	12.8%	356	8.3%	1,640	5.4%	3,771	5.1%
Home Values \$70,000 to \$99,999 (2000)	46	3.6%	103	2.4%	222	0.7%	570	0.8%
Home Values \$50,000 to \$69,999 (2000)	7	0.6%	13	0.3%	68	0.2%	117	0.2%
Home Values \$25,000 to \$49,999 (2000)	11	0.9%	31	0.7%	88	0.3%	136	0.2%
Home Values \$0 to \$24,999 (2000)	0		5	0.1%	53	0.2%	182	0.2%
Owner Occupied Median Home Value (2000)	\$208,368		\$231,305		\$255,366		\$277,614	
Renter Occupied Median Rent (2000)	\$834		\$869		\$910		\$922	
Transportation To Work								
Drive to Work Alone (2000)	2,011	69.2%	6,747	68.0%	52,105	67.4%	150,430	65.8%
Drive to Work in Carpool (2000)	386	13.3%	1,368	13.8%	10,457	13.5%	29,849	13.1%
Travel to Work - Public Transportation (2000)	300	10.3%	1,074	10.8%	9,192	11.9%	30,602	13.4%
Drive to Work on Motorcycle (2000)	12	0.4%	26	0.3%	94	0.1%	301	0.1%
Walk or Bicycle to Work (2000)	98	3.4%	259	2.6%	1,630	2.1%	6,949	3.0%
Other Means (2000)	12	0.4%	92	0.9%	642	0.8%	1,548	0.7%
Work at Home (2000)	89	3.1%	352	3.6%	3,223	4.2%	8,790	3.8%
Travel Time								
Travel to Work in 14 Minutes or Less (2000)	454	16.1%	1,622	17.0%	11,778	15.9%	35,629	16.2%
Travel to Work in 14 to 29 Minutes (2000)	1,191	42.2%	3,783	39.6%	27,939	37.7%	80,237	36.5%
Travel to Work in 30 to 59 Minutes (2000)	1,044	37.0%	3,652	38.2%	30,040	40.5%	89,576	40.8%
Travel to Work in 60 Minutes or More (2000)	130	4.6%	508	5.3%	4,364	5.9%	14,238	6.5%
Average Travel Time to Work (2000)	25.6	mins	25.7	mins	26.3	mins	26.7	mins

This report was produced using data from private and government sources deemed to be reliable. The information herein is provided without representation or warranty.



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WALSH COLUCCI
 LUBELEY EMRICH
 & WALSH PC

RECEIVED

JAN 26 2009

January 23, 2009

City of Falls Church, VA
 Planning

Via First Class Mail and E-mail

Gary H. Fuller
 Acting General Manager and Planning Division Director
 City of Falls Church
 Planning Division
 300 Park Avenue
 Falls Church, VA 22046-3332

Re: Application No. 20080979 to Amend SE 04-0162
 Property: Pearson Square Apartments, 410 S. Maple Ave. (the "Property")
 Applicant: Transwestern d/b/a TMP Pearson Square, L.L.C. ("Transwestern")

Dear Mr. Fuller:

With regard to the above-referenced application, please be advised that Transwestern no longer intends to seek medical office uses for the Property at this time. Transwestern wishes to proceed with this application to allow for service/retail uses and for business and professional office uses other than medical, such as legal, tax consulting, and other professional uses, as that term is defined in the Falls Church City Code.

Please do not hesitate to contact me if you have any questions or require additional information.

Very truly yours,

WALSH, COLUCCI, LUBELEY, EMRICH & WALSH, P.C.

G. Evan Pritchard

cc: Elizabeth Perry, Robert H. Ruffatto, David Lapins, Scott MacGregor, Stacy Lancaster,
 Martin D. Walsh

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LOUDOUN OFFICE 703 737 3633 • PRINCE WILLIAM OFFICE 703 680 4664

SAMPLE MOTIONS

FOR APPROVAL (Recommended by Staff)

I move that the Planning Commission recommend that the City Council **approve** Application 20080959 by passing TR8-60, with the condition that, for the subject property, known as Pearson Square, up to 8,000 square feet of the first floor commercial space may be for retail service and/or business, professional, medical and dental offices uses, and with the limitation that of this 8,000 square feet, no more than 2,400 square feet may be occupied by business and professional office uses, and that no more than 2,400 square feet may be occupied by medical or dental office uses.

FOR DENIAL

I move that the Planning Commission recommend that the City Council **deny** Application 20080959 and **not** pass TR8-60 for the following reasons:

[Planning Commission to provide reasons].

FOR APPROVAL WITH PLANNING COMMISSION MODIFICATIONS

I move that the Planning Commission recommend that the City Council **approve** Application 20080979 by passing TR8-60, with the following modifications:

[Planning Commission to provide modifications/conditions.]